

City of Miami



DANIEL J. ALFONSO
City Manager

November 21, 2017

CERTIFIED MAIL

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Downtown
DRI*

Ms. Isabel Cosio Carballo, Executive Director
South Florida Regional Planning Council
3440 Hollywood Boulevard
Suite 140
Hollywood, FL 33021

RE: Rendition of the City of Miami's Downtown Development of Regional Impact, Increment III

Dear Ms. Carballo,

On Thursday, October 26, 2017, the City of Miami modified its Downtown Development of Regional Impact ("DDRI") by executing a new development order that establishes conditions for its third increment.

Pursuant to Section 380.06(15) and Section 380.07(2) of Florida Statutes and Rule 73C-40.025(5) FAC, the City of Miami is hereby transmitting a certified completed copy of the Development Order that adopted Increment III of the DDRI and all pertinent attachments.

Please contact Sue Trone at (350) 416-1445 or suetrone@miamigov.com if you have further questions.

Sincerely,

Francisco J. Garcia, Director
Department of Planning



City of Miami Certified Copy

City Hall
3500 Pan American Drive
Miami, FL 33133
www.miamigov.com

File Number: 1220

Enactment Number: 13704

AN ORDINANCE OF THE MIAMI CITY COMMISSION, WITH ATTACHMENT(S), APPROVING THE DOWNTOWN MIAMI DEVELOPMENT OF REGIONAL IMPACT ("DDRI"), ENCOMPASSING AN AREA OF THE CITY OF MIAMI ("CITY") UNDER THE JURISDICTION OF THE DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") WITH THE EXCEPTION OF THE AREA ENCOMPASSING THE SOUTHEAST OVERTOWN PARK WEST DEVELOPMENT OF REGIONAL IMPACT ("SEOPW DRI"), AS MORE PARTICULARLY DESCRIBED HEREIN, PURSUANT TO AN APPLICATION FOR DEVELOPMENT APPROVAL PROPOSED BY THE DDA; AUTHORIZING AN INCREMENT III DEVELOPMENT ORDER; APPROVING SAID DDRI AFTER CONSIDERING THE REPORT AND RECOMMENDATIONS OF THE SOUTH FLORIDA REGIONAL PLANNING COUNCIL AND THE CITY'S PLANNING, ZONING AND APPEALS BOARD, SUBJECT TO THE CONDITIONS OF THE INCREMENT III DEVELOPMENT ORDER, ATTACHED HERETO AS "ATTACHMENT A," THE APPLICATION FOR DEVELOPMENT APPROVAL, INCORPORATED HEREIN BY REFERENCE, AND THE REPORT AND RECOMMENDATIONS OF THE SOUTH FLORIDA REGIONAL PLANNING COUNCIL, INCORPORATED HEREIN BY REFERENCE; MAKING FINDINGS OF FACT AND CONCLUSIONS OF LAW; PROVIDING THAT THE INCREMENT III DEVELOPMENT ORDER SHALL BE BINDING ON THE APPLICANT AND SUCCESSORS IN INTEREST; DIRECTING TRANSMITTAL OF CERTIFIED COPIES OF THIS ORDINANCE AND THE AMENDED DDRI INCREMENT III DEVELOPMENT ORDER TO AFFECTED AGENCIES AND THE APPLICANT AS DESIGNATED HEREIN; DIRECTING THE CITY MANAGER TO TAKE ALL ACTIONS NECESSARY TO FULFILL THE CITY'S OBLIGATIONS UNDER THE INCREMENT III DEVELOPMENT ORDER; PROVIDING FOR A TERMINATION DATE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

WHEREAS, on December 10, 1987, the City of Miami ("City") approved a master and Increment I development order for the portion of Downtown Miami within the Downtown Development Authority's ("DDA") boundary, with the exception of the area encompassing the Southeast Overtown/Park West Development of Regional Impact ("SEOPW DRI"), known as the Downtown Miami Development of Regional Impact ("DDRI") pursuant to Section 380, Florida Statutes; and

WHEREAS, on December 12, 2002, the City approved an Increment II development order for the DDRI for the same area; and

WHEREAS, Increment II's development capacity is nearly exhausted; and

WHEREAS, on February 17, 2015, the DDA and the Florida Department of Economic Opportunity ("DEO") entered into an Agreement Authorizing Interim Development for the DDRI Increment III pursuant to Section 380.032, Florida Statutes, which authorized commencement of interim development pursuant to this Increment III in advance of issuance of this final

development order to allow for development to continue under the soon-to-be exhausted Increment II; and

WHEREAS, the DDA filed its Application for Development Approval ("ADA") for the DDRI in April 2015 to the South Florida Regional Council, f/k/a the South Florida Regional Planning Council ("SFRC"); and

WHEREAS, the SFRC approved the DDA's ADA for the DDRI at its June 6, 2016 meeting subject to the conditions imposed in the development order; and

WHEREAS, on September 7, 2016, the Planning, Zoning and Appeals Board ("PZAB") adopted Resolution No. PZAB-R-16-043 by a vote of nine to one (9-1), item no. PZAB.3, recommending approval of the DDRI Increment III; and

WHEREAS, on November 17, 2016, the City Commission held a public hearing regarding the DDRI; and

WHEREAS, the City Commission considered the ADA; the report and recommendations of the SFRC; and all elements of Section 380.06, Florida Statutes, including, but not limited to, consistency with the Miami Comprehensive Neighborhood Plan, as amended; consistency with Ordinance No. 13114, the Zoning Ordinance of the City of Miami, Florida, as amended ("Miami 21 Code"); and consistency with the State Comprehensive Plan as described in Section 187.201, Florida Statutes; and

WHEREAS, the City Commission finds that it is in the best interest of the general welfare of the City to issue an Increment III development order for the DDRI as set forth herein;

NOW, THEREFORE, BE IT ORDAINED BY THE CITY COMMISSION OF THE CITY OF MIAMI, FLORIDA:

Section 1. The findings of fact and conclusions of law are made with respect to the DDRI Increment III project as described in the DDRI Increment III development order, as described herein and made a part hereof by reference, applicable to the area within the City under the jurisdiction of the DDA with the exception of the area encompassed by the SEOPW DRI, more particularly described in Exhibit "E" of this Ordinance.

Section 2. The Increment III development order for the DDRI is granted, issued, and hereby adopted as described as follows:

Increment III development order Conditions

THE CITY OF MIAMI SHALL:

PROJECT INFORMATION, PROGRAM AND GENERAL CONDITIONS

1. Require all development pursuant to this development order to be in accordance with the City's Comprehensive Neighborhood Plan, applicable land development regulations, ordinances, building codes, and other laws.
2. The deadline for commencing any development under this Increment III shall be three (3) years from the effective date of this development order.
3. Total Allowable Development under this development order shall be limited to:

DEVELOPMENT PROGRAM

<u>Land Uses</u>	<u>Increment I Buildout- May 28, 2003</u>	<u>Increment II Buildout- September 28, 2019</u>	<u>Increment III Buildout- September 1, 2025</u>	<u>Totals</u>
Office (includes Government) (gross square feet)	3,681,890	1,220,000	2,500,000	7,401,890
Government Office (gross square feet)	300,000	0	Government Offices are included in General Office Category	300,000
Retail/Service (gross square feet)	1,453,500	747,774	758,000	2,959,274
Hotel (rooms)	4,500	1,605	2,000	8,105
Residential (dwelling units)	10,550	6,750	18,000	35,300
Convention (gross square feet)	500,000	300,000	0	800,000
Wholesale/Industrial (gross square feet)	1,050,000	550,000	250,000	1,850,000
Institutional (gross square feet)	200,000	350,000	150,000	700,000
Attractions/Recreation (seats)	30,500	59,000	2,000	91,500
Marine Facilities	100,000	50 wet slips*	0	100,000

*An additional 42 slips are vested from DRI review pursuant to DCA BLIVR 11003-001.

- a. Upon the issuance of a Certificate of Occupancy for any Net New Development as defined in Section 14-122 of the Code of the City of Miami, Florida, as amended ("City Code"), the City shall make appropriate deductions from the amount of Total Allowable Development under this development order. No Building Permit shall be issued for Net New Development which would, in the aggregate, exceed the amount of Total Allowable Development under this development order. The City may permit simultaneous increases and decreases in the above described land use categories consistent with the Equivalency Matrix attached hereto as Exhibit "A" (Equivalency Matrix), without the need of filing for a Notice of Proposed Change ("NOPC") provided that the regional impacts of the land uses in Increment III of the Project as approved, as measured by total peak hour vehicle trips, are not increased. Nothing herein changes, grants, or otherwise alters any rights, conditions, commitments, obligations or limitations upon development projects that commenced within and/or which are credited to Increments I and II of the DDRI.
- b. On February 17, 2015, the DDA and the DEO entered into an Agreement Authorizing Interim Development for the Downtown Miami Development of

Regional Impact Increment III pursuant to Section 380.032, Florida Statutes ("Agreement"), which authorized commencement of interim development pursuant to this Increment III in advance of issuance of this final development order. Such development under Increment III and pursuant to this development order has commenced. It is understood that any development that has commenced under this Increment III was required to pay all credits applicable to the development of the Project as if it was to be developed under Increment II of the DDRI and all applicable ordinances and statutory requirements. Further, said development was obligated and recognizes that Increment III, when authorized as provided by law, may contain different coefficients or other calculation methodology that could cause fees for credits under Increment III to be substantially changed from those of Increment II. Any development that commenced prior to the adoption of Increment III is also obligated to pay any additional fees applicable to the development of the project pursuant to Increment III within thirty (30) days of the final approval and expiration of all appeal periods for the approval of the Increment III development order and, in all events, prior to the issuance of a certificate of use and/or occupancy for development of any project that does not qualify for Increment II credits.

4. Monitor the capacity of Total Allowable Development by reserving the amount of Development Credits necessary for Net New Development at a time, to be determined by the City, prior to or coincident with approval of a building permit or other appropriate City approvals. The City shall place reasonable time limits on all building permits to assure that construction progresses within a reasonable period of time after approval to prevent stockpiling of reservations for Development Credits. The time period established by the City shall take into account the size of the proposed Net New Development in relationship to the time necessary to begin construction.
5. The buildout date for authorizing development through the issuance of building and other permits shall be September 1, 2025. September 1, 2025 is hereby established as the expiration/termination date for the development order. Upon the occurrence of the expiration/termination date, the City DDRI Master development order and all incremental development orders shall be expired, terminated, and of no further force and effect. The buildout and expiration/termination dates may only be modified in accordance with Section 380.06(19), Florida Statutes.
6. Establish September 1, 2025 as the date until which the City agrees that the Increment III DRI shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred; that the development order was based on substantially inaccurate information provided by the Applicant; or that the change is clearly essential to the public health, safety, or welfare.
7. The City Manager, by and through his/her designees, is hereby designated to monitor compliance with all conditions and the enforcement of this development order and shall have the duty and authority to interpret the provisions of this development order and to promulgate rulings, regulations, and procedures necessary to implement it, provided the same are not inconsistent with the terms hereof or of Section 380.06, Florida Statutes, or duly promulgated and adopted rules thereunder. Appeals to decisions of the City Manager may be filed pursuant to procedures set forth in the City Code and land development regulations, as amended. Any noncompliance shall be subject to the provisions of Condition 8 as stated herein.

8. The City shall not violate any of the conditions of this development order or otherwise fail to act substantially in compliance with this development order or permit any property owner within the boundaries covered by this development order to violate any of the provisions of this development order. In the event any entity controlled by the Applicant, the City, any permittee, or landowner of any Parcel of Land violates ("Violator") the provisions of this development order, the City shall stay the effectiveness of this development order as to the parcel or tract of land in which the violative activity or conduct has occurred and withhold further permits, approvals, and services for development in said Parcel of Land upon passage of any appropriate resolution by the City Commission, adopted in accordance with this Section, finding that such violation has occurred. The Violator will be given written notice by the City that states 1) the nature of the purported violation and 2) that unless the violation is cured within thirty (30) days of said notice, the City will hold a public hearing to consider the matter within sixty (60) days of the date of said notice. In the event the violation is not cured in thirty (30) days, the Violator's diligent good faith efforts, as determined by the City, to cure the violation within that period will obviate the need to hold a public hearing and this development order will remain in full force and effect unless the Violator does not diligently pursue the curative action to completion within a reasonable time, in which event the City will give fifteen (15) days' notice to the Violator of its intention to stay the effectiveness of this development order and withhold further permits, approvals, and services to the Parcel of Land in which the violation has occurred and until the violation is cured. The terms of this paragraph may be modified from time to time by written agreement by the DDA, the City, and SFRC staff to enable the City to enforce the terms of this development order to the fullest extent, while providing due process to all developers under this development order.
9. The City, along with the DDA, shall integrate all original and supplemental ADA information into a Consolidated Application for Development Approval ("CADA") and submit two (2) copies of the CADA to the SFRC, one (1) copy to the City Clerk, one (1) copy to the Florida Department of Transportation, and (1) one copy to the DEO within thirty (30) days of the effective date of this development order. The CADA shall be prepared as follows:
 - a. Where new, clarified, or revised information was prepared subsequent to submittal of the ADA but prior to issuance of this development order, whether in response to a formal statement of information needed or otherwise, the original pages of the ADA will be replaced with revised pages.
 - b. Revised pages will have a "Page Number (R) - Date" notation, with "Page Number" being the number of the original page, "(R)" indicating that the page was revised, and "Date" stating the date of the revision.
 - c. The CADA is incorporated herein by reference and will be relied upon by the parties in discharging its statutory duties under Section 380.06, Florida Statutes (2016), and local ordinances. Substantial compliance with the factual representations contained in the CADA is a condition for approval unless, for good cause, waived or modified by agreement among the SFRC, the City, and the DDA, their successors, and/or assigns.
 - d. All terms, proposals, suggestions, and procedures proposed in the ADA, but not specifically incorporated in this development order, shall not be considered a part of the CADA insofar as they may have been deemed to place a requirement on the City to take any action or abstain from taking any action. The terms of this

development order shall control and any requirements to the City are specifically enumerated herein.

10. The City shall prepare an Annual Report and submit copies to the SFRC, the City Clerk, and the DEO/State Land Planning Agency on or before each anniversary date of this development order. The Annual Report for Downtown Miami Increment III must also be incorporated into the Annual Report required in the Downtown Miami Master development order so that a single Annual Report is compiled for the entire Project. The Annual Report shall include, at a minimum:

- a. A complete response to each question in Exhibit "B" (Form Annual Report Questionnaire).
- b. Identification and description of any known changes in the plan of development, in the representations contained in the CADA, or in the phasing for the reporting year and for the next year.
- c. A summary comparison of Total Allowable Development and Net New Development proposed and actually approved during the year including locations, acreage, square footage, number of units, and other units of land uses included within Total Allowable Development, and the acreage zoned and developed as City parks within the DDRI Boundaries.
- d. An assessment of the Applicant's compliance with the conditions of approval contained in this development order and the commitments which are contained in the ADA and which have been identified by the City, the SFRC, or the DEO as being significant.
- e. Specification of any amended DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year.
- f. An indication of change, if any, in City jurisdiction for any portion of the development since issuance of this development order.
- g. A statement that all agencies have been sent copies of the Annual Report in conformance with Section 380.06(18), Florida Statutes.
- h. A copy of any recorded notice of the adoption of this development order or any subsequent modification that was recorded by the Applicant pursuant to Section 380.06(15), Florida Statutes.
- i. Any other information reasonably required by the State Land Planning Agency and the SFRC, in accordance with Section 380.06, Florida Statutes.
- j. A comparison of the amount of development approved in each land use category contained in the Development Program and the amount of the Development Program actually developed as of the end of each year.
- k. A statement that sufficient capacities of public facilities and services are available to serve the remaining development are available or planned and a statement of the condition of archeological resources.
- l. Provide Economic Development/Jobs information as provided in Condition 23.

- m. An assessment of the Applicant's and the City's compliance with all conditions contained in the Increment III development order.
- n. Flagstone Island Gardens, LLC shall be responsible for providing the required Annual Report to the City, the SFRC, and the DEO for the Watson Island Property.

ENVIRONMENTAL

- 11. Assure and require that any fill material utilized within any construction sites within the DDRI Boundaries, whether from onsite excavation activities or from offsite sources, meets the clean soils criteria of the Florida Department of Environmental Protection ("FDEP") and the Miami-Dade Department of Regulatory and Economic Resources ("DER") Division of Environmental Resources Management ("DERM"), as applicable and as may be amended from time to time.
- 12. Enforce the requirements of the Miami-Dade County Shoreline Development Review Ordinance No. 85-14 (codified as Article III, Chapter 33D of the Miami-Dade County Code) for all qualifying developments within the Shoreline Development boundary.

- 13. a. Continue its efforts to address the potential impacts of sea level rise upon Downtown, the City, and Miami-Dade County ("County") by reasonably addressing the findings of the City's Sea Level Rise Committee established pursuant to City Ordinance No. 13640 (adopted on October 13, 2016) and any subsequent sea level rise committees and groups as established from time to time, and through the implementation of the following and subsequent City Ordinances, Comprehensive Neighborhood Plan objectives and policies, and City Resolutions:

- 1) City Ordinance No. 13550 (dated September 10, 2015) Comprehensive Plan Amendment.
- 2) Comprehensive Neighborhood Plan Objective LU-1.8.
- 3) Comprehensive Neighborhood Plan Policy LU-1.8.1.
- 4) Comprehensive Neighborhood Plan Policy LU-1.8.2.
- 5) Comprehensive Neighborhood Plan Policy LU-1.8.3.
- 6) Comprehensive Neighborhood Plan Policy LU-1.8.4.
- 7) Comprehensive Neighborhood Plan Policy LU-1.8.5.
- 8) Comprehensive Neighborhood Plan Policy CM-1.4.2.
- 9) Comprehensive Neighborhood Plan Policy CI-1.2.6.
- 10) Comprehensive Neighborhood Plan Policy IC-1.1.910.
- 11) City Resolution No. R-14-0420 (dated October 23, 2014).

The findings of the Southeast Florida Regional Climate Change Compact shall be taken into consideration, as reasonable and appropriate, in future decisions regarding the design, location, and development of infrastructure and public facilities in the City and to meet or exceed adopted Level of Service ("LOS") Standards.

- b. Cooperate and coordinate efforts with the County's Office of Resilience in planning for and addressing, as is reasonable and appropriate, the coordination of activities contemplated by the Sea Level Rise Task Force as formed through County Resolution No. 599-13 adopted on July 2, 2013, as amended by Resolution No. 744-13 following County Ordinances and Resolutions:

- 1) Resolution No. R-451-14 (dated May 6, 2014).
 - 2) Ordinance No. 14-79 (dated September 3, 2014).
 - 3) Resolution No. R-44-15 (dated January 21, 2015).
 - 4) Resolution No. R-45-15 (dated January 21, 2015).
 - 5) Resolution No. R-46-15 (dated January 21, 2015).
 - 6) Resolution No. R-47-15 (dated January 21, 2015).
 - 7) Resolution No. R-48-15 (dated January 21, 2015) (This Resolution pertains to Flood Damage Reduction).
 - 8) Resolution No. R-49-15 (dated January 21, 2015).
 - 9) Resolution No. R-903-15 (dated October 6, 2015).
 - 10) Resolution No. R-66-16 (dated January 20, 2016).
- c. As part of the pending Evaluation and Appraisal of its Comprehensive Neighborhood Plan, the City shall consider establishing an Adaptation Action Area within the boundaries of the DDRI and adopting additional policies within the Coastal Management Element and City Code changes to improve resilience to coastal flooding resulting from high-tide events, storm surge, flash floods, stormwater runoff, and related impacts of sea-level rise.

INFRASTRUCTURE AND SERVICES

14. a. Based upon the transit impacts directly related to and generated by the Total Allowable Development for Increment III, pay, contract, or otherwise commit to and pay or cause the payment of a total of \$6,005,829.00 (2016 dollars) to the County to be expended on some or all of the following transit projects as shown on the Transit Improvement Chart provided as Exhibit "C" ("Transit Commitment"), as follows:

- 1) Government Center Station Upgrade
- 2) Historic Overtown/Lyric Theatre Station Upgrade
- 3) Brickell Metrorail/Metromover Station Upgrade
- 4) Downtown Intermodal Bus Terminal
- 5) Bus-Only Lanes in Downtown Miami

Alternative projects may be added or substituted to this list, subject to the agreement of the City and the County.

The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract, or otherwise commit or cause to pay to the County \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than thirty-three (33) percent of the Total Allowable Development, an additional \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than sixty-six (66) percent of the Total Allowable Development, and an additional \$2,041,981.86 within sixty (60) days from the date of issuance of the building permits that would result in the construction of more than one hundred (100) percent of the Total Allowable Development. Any payment of fees to the County in satisfaction of this condition shall be reported to the SFRC within one (1) year of the receipt of such payment by the County.

The foregoing Transit Commitment is made in recognition that a portion of the development pursuant to this Increment III is exempt from the requirement to

pay County Road Impact fees pursuant to Section 33E-14 of the County Code. To the extent that a portion of the development authorized pursuant to Increment III is required to pay County Road Impact Fees, such development shall not be responsible for the payment of its portion of the Transit Commitment in addition to the payment of County Road Impact Fees, unless the County:

- a. provides for a credit or contribution in lieu of impact fee or other similar mechanism in satisfaction of and consistent with Section 380.06(16)(a), Florida Statutes;
- b. approves a reduction of the County Road Impact fee affecting development within the boundaries of the DDRI through a Fee Computation by Independent Study or other mechanism available under the County Code, which acknowledges the pedestrian and transit mode splits (total of approximately 29%) established within the DDRI transportation analysis; or
- c. with the written agreement of the City, enters into an agreement with individual DDRI developers where they independently enhance the Downtown transit, transportation, or road infrastructure and be credited for the cost of their improvements against County Road Impact Fees otherwise incurred instead of the Transit Commitment.

Absent such foregoing action by the County, as an alternative to payment of the Transit Commitment after the imposition of the County Road Impact Fee, the City's Planning Department, with the input from the County, may prepare a master plan of infrastructure enhancements within the DDRI Boundaries that would provide road, transit, or other capacity improvements benefiting the DDRI transportation network, that qualify for contribution in lieu credit for County Road Impact Fees. The City shall then establish a trust fund using the DDRI transportation fees collected after the imposition of County Road Impact fees with the understanding that said enhancements could be performed and contributions made to the fund by developers who would then have their contributions credited against County Road Impact Fee assessments.

- b. Based upon the roadway impacts generated by Total Allowable Development for Increment III, pay or contract to pay \$374,206.08 (proportionate share in 2016 dollars) to be expended on transportation improvements, including but not limited to pedestrian and alternative transportation mode improvements within the DDRI Boundaries, and the turn lanes described in condition 14c, below, at the City's discretion. The Applicant shall pay or contract to pay \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than thirty-three (33) percent of the Total Allowable Development, an additional \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than sixty-six (66) percent of the Total Allowable Development, and an additional \$127,230.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than one hundred (100) percent of the Total Allowable Development.
- c. Pay, contract, or otherwise commit to and pay or cause the payment of a total of \$1,180,030.00 (2016 dollars) to the South Florida Regional Transportation Authority ("SFRTA") to be expended on the Tri-Rail Downtown Miami Link

("Tri-Rail Commitment") in accordance with the First Amendment to the Interlocal Agency Agreement approved pursuant to Resolution No. R-16-0218 on May 12, 2016. The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract, or otherwise commit or cause to pay to SFRTA those amounts identified in the First Amendment to the Interlocal Agency Agreement. Any payment of fees to the SFRTA in satisfaction of this condition shall be reported to the SFRC within one (1) year of the receipt of such payment by the SFRTA.

- d. Prior to the issuance of the first certificate of occupancy or temporary certificate of occupancy for the vertical construction within contiguous properties, where feasible, construct or cause the construction of a northbound right-turn at the intersection of NE 2 Avenue at NE 15 Street, provided adequate right of way can be made available, and a northbound right-turn at the intersection of NE 2 Avenue at NE 18 Street, provided adequate right of way can be made available.
15. Implement Transportation Demand Management ("TDM") strategies and coordinate with the County's Department of Transportation and Public Works and other local agencies and authorities such as the Miami Parking Authority to encourage, explore, and expand transit and commuter options within the DDRI Boundaries, including trolley and alternative commuter options, including:
 1. Transit and traffic educational programs obtained from South Florida Commuter Services;
 2. Preferential parking and treatments for carpool and vanpool participants;
 3. Provide documentation promoting the spreading of travel demands for travel off peak periods such as staggered work hours, flex-time, compressed work hours, and telecommuting;
 4. Promote alternative forms of transportation such as car-share and bike-share programs; and
 5. Other transportation initiatives as agreed upon by the City and the DDA.
16. Continue to coordinate with the County's Water and Sewer Department ("WASD") to upgrade the water and sewer infrastructure within the DDRI Boundaries.
17. Continue to coordinate with the City's Police Department to ensure adequate provision of police services within DDRI Boundaries.
18. Continue to work with the City's Fire-Rescue Department to ensure the adequate provision of fire-rescue services within DDRI Boundaries.
19. a. The City shall comply with the terms of the Amended and Restated Interlocal Agreement for Public School Facility Planning in the County. The City shall promote, in collaboration with the School Board, the County and developers of projects within the DDRI Boundaries, as is practical, the following:
 - 1) assess existing schools for capacity and curricular expansion and amplification;
 - 2) provide information to developers about possible incorporation of customized, small District-operated educational facilities within their development; or

- 3) explore opportunities for provision of educational facilities, in addition to those which currently exist (as referenced in (1) above), on public land owned by the City, the County, the School Board, or other public entity with assets in or near the DDRI Boundaries.
- b. The City shall establish, or, with input from the DDA, work to establish, an education task force to evaluate creative educational options and alternatives to serve Downtown and other City residents and workers.
20. Work with the County's Office of Emergency Management to coordinate emergency evacuation measures from Downtown and to ensure adequate shelter capacity for the occupants of planned new residential units within the DDRI.
21. Coordinate with the City's Parks and Recreation Department to identify opportunities to provide additional public park space within the Downtown. Coordinate with developers of projects within the Downtown for the provision of recreation areas within their developments (private property) that would be open and available to the public.
22. Amend Ordinance No. 12678 (as amended and codified as Article II, Chapter 13 of the City Code) to assess development for its proportionate share of the cost of improvement and/or services necessary to monitor and/or mitigate any adverse impacts of Increment III. Said amendment shall also have authority to assess development its proportionate share of the costs attributable to preparation of the master plan, the Application for Development Approval, and this development order, as well as the future costs of reviewing individual development applications, monitoring compliance with this development order, and any other costs reasonably related to the administration and implementation of this development order. If necessary, the City shall establish a procedure for rebating any funds collected in excess of those funds attributable to a particular development and necessary to implement this development order or any ordinance or procedure required to monitor and enforce compliance with this development order and to mitigate the impacts of Total Allowable Development under this Increment III.

ECONOMIC DEVELOPMENT

23. Utilize economic development enhancement resource agencies and programs designed to involve small and minority businesses in the development and expansion of permanent job opportunities within the project. Examples of such agencies and programs include, but are not limited to, those contained in the Miami Dade County Internal Services Department Small Business Development List of Certified Firms and the South Florida Small and Minority Business Resource Directory. The applicant will attempt to access the range of job skills available in the region and promote greater labor force enhancement. At a minimum, the applicant is encouraged to provide potential commercial tenants with information about employment and training agencies that maintain a database of trained/skilled workers to consider in meeting the project's employment needs. This information shall be annually updated and submitted as part of the Annual Status Report.
24. The City shall establish ordinances, programs, or other mechanisms that require that housing available for purchase or rental by extremely low (up to 30% Area Median Income or AMI), very-low (up to 50% of AMI), low (up to 80% of AMI), moderate (up to 120% of AMI), and workforce (up to 140% of AMI) populations (as such terms are defined in Section 420.9071, Florida Statutes; Sections 17-131 and 33-193.6 of the County Code; and Section 13-5 of the City Code) be constructed or caused to be

constructed in an amount equal to no less than 2,700 dwelling units or fifteen percent (15%) of the residential units proposed within the DDRI Increment III within an area of a ten (10) mile or a twenty (20) minute commute shed from and within the DDRI Boundaries, whichever is less, but in all events, within the jurisdiction of the City (Exhibit "D"; Housing Commute Shed). Provided, however, in order to encourage the development of housing for very-low, low, moderate, and workforce populations within the DDRI Boundaries, any units constructed within such boundaries shall be counted at a ratio of 1.5:1. Units constructed in satisfaction of the SEOPW DRI affordable housing condition shall not be counted toward satisfying this condition.

All housing units for extremely low, very-low, low, moderate, and workforce populations constructed and conveyed pursuant to this condition shall limit resale to a price in accordance with the affordable or workforce price for a control period of twenty (20) years or more by providing an appropriately enforceable assurance that said unit shall not be offered for a price greater than the maximum workforce housing unit sales price as such is established by the County's Department of Regulatory and Economic Resources at the time of said sale. If the units are sold during the initial twenty (20) year control period, a new twenty (20) year period for affordable or workforce housing will apply to the new owners. Said binding and enforceable agreement may be, but is not limited to, a Development Agreement, Land Use Restriction Agreement, Declaration of Restrictive Covenants, or, if a Community Land Trust, with a Memorandum of Ground Lease, recorded in the public records of the County.

All rental housing for extremely low, very-low, low, moderate, and workforce populations provided in satisfaction of this condition shall be maintained by the owner as affordable for low, moderate, and/or workforce incomes for a period of twenty (20) years. If the units are sold during the initial twenty (20) year period, a new twenty (20) year period will apply.

In lieu of actually providing said housing units for extremely low, very-low, low, moderate, and workforce populations, in whole or in part, the City may establish an affordable/workforce housing trust fund to be used to fund construction of or access to affordable or workforce units and authorize a payment in lieu of actually providing the housing units for very-low, low, moderate, and workforce populations. The payment in lieu shall be based on a reasonable formula for the purchase/construction each unit.

The applicant will work with SFRC staff to explore creative affordable/workforce housing solutions including micro-units, co-living, reduced parking requirements, mixed-income housing, "rent to buy" programs, and rehabilitation of existing housing units and to ensure a balanced distribution of housing based on income levels.

25. Withhold the issuance of any building permits, including phased permits, that would not ensure the preservation of historic and archeological resources that have been formally designated as historic by the City pursuant to Section 23-4 of the City Code. Continue to explore the designation of additional qualified sites within the DDRI Boundaries.

MISCELLANEOUS

26. The effective date of this development order shall be forty-five (45) days from receipt of its transmittal to the DEO, the SFRC, and the City; provided, however, that if this development order is appealed, the effective date will not start until the day after all appeals have been withdrawn or resolved pursuant to Section 380.07, Florida Statutes.

27. Within thirty (30) days of the effective date of this development order, a notice of adoption of this development order it shall be recorded with the Clerk of Courts pursuant to Section 380.06(15), Florida Statutes. The notice shall include a legal description of the property covered by this development order (Exhibit "E") and shall state which unit of local government adopted the development order, the date of adoption, the date of adoption of any amendments to the development order, the location where the adopted order with any amendments may be examined, and that the development order constitutes a land development regulation applicable to the property. The recording of this notice shall not constitute a lien, cloud, or encumbrance on real property, or actual or constructive notice of any such lien, cloud, or encumbrance.
28. The existence of this development order shall not act to limit or proscribe the rights of any person under Section 380.06, Florida Statutes, to file an ADA and obtain an individual development order for property covered by this development order, notwithstanding the existence of this development order. In the event that such an individual development order is approved and becomes effective, the individual development order shall control development of the property covered by the individual development order and the terms and conditions of this development order shall no longer be binding upon the property. Any such individual development orders shall by their terms be consistent with the objectives and conditions of this development order.
29. This development order shall not repeal, nor amend in any way, any other currently effective development order or building permit within the subject area previously issued by the City Commission pursuant to Section 380.06, Florida Statutes. This development order shall not create nor authorize the creation or imposition of any additional requirements or restrictions with respect to any present or future development under any currently effective development order or building permit issued prior hereto. Notwithstanding this paragraph, the City shall continue to have whatever authority pursuant to law it may now have or may acquire in the future other than by virtue of this development order.
30. This development order shall not create nor impose any additional requirements or restrictions upon the City with respect to its powers to enact impact fee or assessment ordinances on development, including Net New Development under this development order and future development of the City, as such impact fees or assessments may be authorized by law.
31. In the event that a substantial deviation is determined under the terms of this development order or Section 380.06, Florida Statutes, the City shall retain its ability to issue building permits and shall continue to do so unabated, subject to the terms and conditions of this development order.
32. In the event that this development order is subject to litigation wherein an injunction is issued staying the enforcement of this development order, the City shall either, under this development order or under the powers granted it by State law, be permitted to continue to issue building permits and certificates of occupancy until such time as a final resolution of the litigation occurs, unless the court expressly prohibits such action.

Section 3. The following findings of fact are hereby confirmed and adopted with respect to the DDRI Increment III:

1. The findings and determinations of fact set forth in the recitals of this Ordinance adopting this development order are hereby confirmed.

2. The real property which is the subject of this development order is legally described in Exhibit "E" of this Ordinance.
3. The City filed the ADA with the City, the SFRC, and the DEO.
4. The ADA has been filed by the DDA pursuant to Section 380.06(22), Florida Statutes, authorizing the DDA to apply for development approval and receive a development order for any or all of the area within its jurisdiction. Individual developments are not identified or required to be identified in the CADA.
5. The purpose of the CADA is to identify and assess probable regional impacts and to obtain approval for Total Allowable Development in accordance with the general guidelines set forth in this development order and the CADA. The concept is to recognize the DDRI Boundaries as a single area of high intensity development and to focus the DRI review process primarily on the impacts that Total Allowable Development within the area will have on land, water, transportation, environmental, community services, energy, and other resources and systems of regional significance. The CADA seeks a single DRI review process for overall phased development of the DDRI Boundaries rather than requiring each individual DRI scale development within the Downtown area to file for separate DRI reviews.
6. Development within the DDRI Boundaries is expected to continue to be accomplished over an extended period of time by a variety of developers, which may include the City and other governmental entities. These developers may respond to market demand and technologies that can only be estimated in the CADA. The CADA and the development order are intended to serve as flexible guides for planned development of the DDRI Boundaries rather than a precise blueprint for its development. Therefore, pursuant to Section 380.06(21)(b), Florida Statutes, as amended, the CADA seeks master development approval for three (3) increments of development over time as set forth in Section 2 and specific development approval for Increment III, which is the third phase of development projected for a period ending in 2025. Subsequent incremental applications will need to be adjusted to more nearly serve as a living guide recognizing the evolution of market demand and technologies.
7. The DDRI Boundaries contains a total of approximately 1.7 square miles. The CADA proposes Net New Development within the Project Area for the land uses, quantities, and phases defined herein as Total Allowable Development.
8. The DDRI is not located in an area of critical state concern as designated pursuant to Section 380.06, Florida Statutes, as amended.
9. A comprehensive review of the probable impacts that will be generated by the DDRI has been conducted by various City departments and state and regional agencies, as reflected in the CADA, and the SFRC staff.
10. This development order is consistent with the report and recommendations of the SFRC, entitled "Downtown Miami DRI Increment III Regional Impact Report", dated June 6, 2016. The SFRC recommends approval of the DDRI and all conditions to which such approval is subject are reflected herein.
11. The DDRI is consistent with the State comprehensive plan pursuant to Section 187.201, Florida Statutes.
12. The DDRI is consistent with the adopted Miami Comprehensive Neighborhood Plan.

13. The DDRI as originally approved is in accord with the district zoning classifications of Zoning Ordinance 9500, as amended. Increment III of the DDRI, as amended, will be consistent with the Miami 21 Code, the comprehensive Zoning Ordinance of the City and other applicable City land development regulations.
14. The DDRI will have a favorable impact on the economy of the City.
15. The DDRI will efficiently use public transportation facilities.
16. The DDRI will favorably affect the need for people to find adequate housing reasonably accessible to their places of employment.
17. The DDRI will efficiently use necessary public facilities.
18. The DDRI will include adequate mitigation measures to assure that it will not adversely affect the environment and natural resources of the City.
19. The DDRI will not adversely affect living conditions in the City.
20. The DDRI will not adversely affect public safety.
21. There is a public need for the Project.

Section 4. Having made the findings of fact contained above, the City Commission hereby concludes as a matter of law, the following:

1. The City and the DDA are authorized to make application for development approval and receive a development order.
2. The DDRI complies with the Miami Comprehensive Neighborhood Plan, is consistent with the orderly development and goals of the City, and complies with local land development regulations.
3. The DDRI does not unreasonably interfere with the achievement of the objectives of the adopted State land development plan applicable to the City or the Regional Plan for South Florida.
4. The DDRI is consistent with the report and recommendations of the SFRC and does not unreasonably interfere with any of the considerations and objectives set forth in Section 380.06, Florida Statutes, as amended.

Section 5. The City Clerk is directed to immediately send certified copies of this Ordinance and all exhibits attached hereto to the DEO, the SFRC, and the DDA.


Section 6. The City Manager is hereby directed to take all actions necessary to fulfill the City's obligations under the terms of the DDRI Increment III development order.

Section 7. If any section, part of a section, paragraph, clause, phrase, or word of the Ordinance is declared invalid, the remaining provisions of this Ordinance shall not be affected.

Section 8. This Ordinance shall become effective immediately upon its adoption and signature of the Mayor.¹

DATE:	10/26/2017
RESULT:	ADOPTED WITH MODIFICATION(S)
MOVER:	Wifredo Gort, Commissioner
SECONDER:	Keon Hardemon, Chair
AYES:	Keon Hardemon, Wifredo (Willy) Gort, Francis Suarez
ABSENT:	Ken Russell, Frank Carollo
DATE:	11/3/2017
ACTION:	Signed by the Mayor

I, Todd B. Hannon, City Clerk of the City of Miami, Florida, and keeper of the records thereof, do hereby certify that this constitutes a true and correct copy of Ordinance No. 13704, with attachment(s), passed by the City Commission on 10/26/2017.


City Clerk, Deputy Clerk (for
Todd B. Hannon, City Clerk)

November 17, 2017
Date Certified

¹ This Ordinance shall become effective as specified herein unless vetoed by the Mayor within ten (10) days from the date it was passed and adopted. If the Mayor vetoes this Ordinance, it shall become effective immediately upon override of the veto by the City Commission.

THIS DOCUMENT IS A SUBSTITUTION TO
ORIGINAL. BACKUP ORIGINAL CAN BE
SEEN AT THE END OF THIS DOCUMENT.

Attachment A
Increment III Development Order Conditions

THE CITY OF MIAMI SHALL:

PROJECT INFORMATION, PROGRAM AND GENERAL CONDITIONS

1. Require all development pursuant to this Development Order to be in accordance with the City of Miami Comprehensive Neighborhood Plan, applicable land development regulations, ordinances, building codes, and other laws.
2. The deadline for commencing any development under this Increment III shall be three (3) years from the effective date of this Development Order.
3. Total Allowable Development under this Development Order shall be limited to:

DEVELOPMENT PROGRAM

<u>Land Uses</u>	<u>Increment I Buildout- May 28, 2003</u>	<u>Increment II Buildout- September 28, 2019</u>	<u>Increment III Buildout- September 1, 2025</u>	<u>Totals</u>
Office (includes Government) (gross square feet)	3,681,890	1,220,000	2,500,000	7,401,890
Government Office (gross square feet)	300,000	0	Government Offices are included in General Office Category	300,000
Retail/Service (gross square feet)	1,453,500	747,774	758,000	2,959,274
Hotel (rooms)	4,500	1,605	2,000	8,105
Residential (dwelling units)	10,550	6,750	18,000	35,300
Convention (gross square feet)	500,000	300,000	0	800,000
Wholesale/Industrial (gross square feet)	1,050,000	550,000	250,000	1,850,000
Institutional (gross square feet)	200,000	350,000	150,000	700,000
Attractions/Recreation (seats)	30,500	59,000	2,000	91,500
Marine Facilities	100,000	50 wet slips*	0	100,000

*An additional 42 slips are vested from DRI review pursuant to DCA BLIVR 11003-001.

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- a. Upon the issuance of a Certificate of Occupancy for any Net New Development as defined in section 14-122 of the City Code, the City shall make appropriate deductions from the amount of Total Allowable Development under this Development Order. No Building Permit shall be issued for Net New Development which would, in the aggregate, exceed the amount of Total Allowable Development under this Development Order. The City may permit simultaneous increases and decreases in the above described land use categories consistent with the Equivalency Matrix attached hereto as Exhibit "A" (Equivalency Matrix), without the need of filing for an NOPC (Notice of Proposed Change) provided that the regional impacts of the land uses in Increment III of the Project as approved, as measured by total peak hour vehicle trips are not increased. Nothing herein changes, grants, or otherwise alters any rights, conditions, commitments, obligations or limitations upon development projects that commenced within and/or which are credited to Increments I and II of the Downtown Development of Regional Impact.
 - b. On February 17, 2015, the City of Miami Downtown Development Authority ("DDA") and Department of Economic Opportunity entered into an Agreement Authorizing Interim Development for the Downtown Miami Development of Regional Impact Increment III Pursuant to Section 380.032, Florida Statutes ("Agreement"), which authorized commencement of interim development pursuant to this Increment III in advance of issuance of this final Development Order. Such development under Increment III and pursuant to this Development Order has commenced. It is understood that any development that has commenced under this Increment III was required to pay all credits applicable to the development of the Project as if it was to be developed under Increment II of the Downtown Development of Regional Impact and all applicable ordinances and statutory requirements. Further, said development was obligated and recognizes that Increment III, when authorized as provided by law, may contain different coefficients or other calculation methodology that could cause fees for credits under Increment III to be substantially changed from those of Increment II. Any development that commenced prior to the adoption of Increment III is also obligated to pay any additional fees applicable to the development of the project pursuant to Increment III within thirty (30) days of the final approval and expiration of all appeal periods for the approval of the Increment III development order and, in all events, prior to the issuance of a certificate of use and/or occupancy for development of any project that does not qualify for Increment II credits.
4. Monitor the capacity of Total Allowable Development by reserving the amount of Development Credits necessary for Net New Development at a time, to be determined by the City, prior to or coincident with approval of a building permit or other appropriate City approvals. The City shall place reasonable time limits on all building permits to assure that construction progresses within a reasonable period of time after approval to prevent stockpiling of reservations for Development Credits. The time period established by the City shall take into account the size of the proposed Net New Development in relationship to the time necessary to begin construction.

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5. The buildout date, for authorizing development through the issuance of building and other permits, shall be September 1, 2025. September 1, 2025 is hereby established as the expiration/termination date for the development order. Upon the occurrence of the expiration/termination date, the City of Miami Downtown Development of Regional Impact Master and all incremental development orders shall be expired, terminated and of no further force and effect. The buildout and expiration/termination dates may only be modified in accordance with Section 380.06(19), F.S.
6. Establish September 1, 2025 as the date until which the City agrees that the Downtown Miami Increment III Development of Regional Impact shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or that the development order was based on substantially inaccurate information provided by the Applicant, or that the change is clearly essential to the public health, safety or welfare.
7. The City Manager, by and through his/her designees, is hereby designated to monitor compliance with all conditions and the enforcement of this Development Order and shall have the duty and authority to interpret the provisions of this Development Order and to promulgate rulings, regulations, and procedures necessary to implement it, provided the same are not inconsistent with the terms hereof or of F.S. 380.06, or duly promulgated and adopted rules there under. Appeals to decisions of the City Manager may be filed pursuant to procedures set forth in the City of Miami Code and land development regulations, as amended. Any noncompliance shall be subject to the provisions of Condition 8 herein.
8. The City shall not violate any of the conditions of this Development Order or otherwise fail to act substantially in compliance with this Development Order or permit any property owner within the boundaries covered by this Development Order to violate any of the provisions of this Development Order. In the event any entity controlled by the Applicant and/or the City or any permittee or landowner of any Parcel of Land violates (hereinafter "violation") the provisions of this Development Order, the City shall stay the effectiveness of this Development Order as to the parcel or tract of land in which the violative activity or conduct has occurred and withhold further permits, approvals, and services for development in said Parcel of Land upon passage of any appropriate resolution by the City, adopted in accordance with this section, finding that such violation has occurred. The violator will be given written notice by the City that states: 1) the nature of the purported violation, and 2) that unless the violation is cured within thirty (30) days of said notice, the City will hold a public hearing to consider the matter within sixty (60) days of the date of said notice. In the event the violation is not curable in thirty (30) days, the violator's diligent good faith efforts, as determined by the City, to cure the violation within that period will obviate the need to hold a public hearing and this Development Order will remain in full force and effect unless the violator does not diligently pursue the curative action to completion within a reasonable time, in which event the City will give fifteen (15) days' notice to the violator of its intention to stay the effectiveness of this Development Order and withhold further permits, approvals, and services to the Parcel of Land in which the violation has occurred and until the violation is cured. The terms of this paragraph may be modified from time to time by written agreement by the DDA, the City, and South Florida

Attachment A

Regional Council ("Council") staff, to enable the City to enforce the terms of this Development Order to the fullest extent, while providing due process to all developers under this Development Order.

9. The City, along with the DDA, shall integrate all original and supplemental ADA information into a Consolidated Application for Development Approval (CADA) and submit two copies of the CADA to the Council, one copy to the City Clerk, one copy to the Florida Department of Transportation, and one copy to the Florida Department of Economic Opportunity (DEO) within thirty (30) days of the effective date of this Development Order. The CADA shall be prepared as follows:
 - a. Where new, clarified, or revised information was prepared subsequent to submittal of the ADA but prior to issuance of this Development Order, whether in response to a formal statement of information needed or otherwise, the original pages of the ADA will be replaced with revised pages.
 - b. Revised pages will have a "Page Number (R) - Date" notation, with "Page Number" being the number of the original page, "(R)" indicating that the page was revised, and "Date" stating the date of the revision.
 - c. The CADA is incorporated herein by reference and will be relied upon by the parties in discharging their statutory duties under F.S. 380.06 (2016), and local ordinances. Substantial compliance with the factual representations contained in the CADA is a condition for approval unless, for good cause, waived or modified by agreement among the Council, City, and DDA, their successors, and/or assigns.
 - d. All terms, proposals, suggestions and procedures proposed in the ADA, but not specifically incorporated in this Development Order, shall not be considered a part of the CADA insofar as they may have been deemed to place a requirement on the City of Miami to take any action or abstain from taking any action. The terms of this Development Order shall control and any requirements to the City are specifically enumerated herein.
10. City of Miami shall prepare an Annual Report and submit copies to the Council, the City Clerk and Florida Department of Economic Opportunity/State Land Planning Agency on or before each anniversary date of this Development Order. The Annual Report for Downtown Miami Increment III must also be incorporated into the Annual Report required in the Downtown Miami Master Development Order so that a single Annual Report is compiled for the entire Project. The Annual Report shall include, at a minimum:
 - a. A complete response to each question in Exhibit "B" (Form Annual Report Questionnaire).
 - b. Identification and description of any known changes in the plan of development, or in the representations contained in the CADA, or in the phasing for the reporting year and for the next year.

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- c. A summary comparison of Total Allowable Development and Net New Development proposed and actually approved during the year, including locations, acreage, square footage, number of units, and other units of land uses included within Total Allowable Development, and the acreage zoned and developed as City parks within the boundaries of the Downtown DRI.
- d. An assessment of the Applicant's compliance with the conditions of approval contained in this Development Order and the commitments which are contained in the ADA and which have been identified by the City, the Council, or the Department of Economic Opportunity (DEO) as being significant.
- e. Specification of any amended DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year.
- f. An indication of change, if any, in City jurisdiction for any portion of the development since issuance of this Development Order.
- g. A statement that all agencies have been sent copies of the Annual Report in conformance with F.S. 380.06(18).
- h. A copy of any recorded notice of the adoption of this Development Order or any subsequent modification that was recorded by the Applicant pursuant to F.S. 380.06(15).
- i. Any other information reasonably required by State Land Planning Agency and the Council, in accordance with F.S. 380.06.
- j. A comparison of the amount of development approved in each land use category contained in the Development Program and the amount of the Development Program actually developed as of the end of each year.
- k. A statement that sufficient capacities of public facilities and services are available to serve the remaining development are available or planned and a statement of the condition of archeological resources.
- l. Provide Economic Development/Jobs information as provided in Condition 23.
- m. An assessment of the Applicant's and the City's compliance with all conditions contained in the Increment III Development Order.
- n. Flagstone Island Gardens, LLC shall be responsible for providing the required Annual Report to City, Council and DEO for the Watson Island Property.

ENVIRONMENTAL

- 11. Assure and require that any fill material utilized within any construction sites within the DDRI Area, whether from onsite excavation activities or from offsite sources, meets the

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clean soils criteria of the Florida Department of Environmental Protection (FDEP) and the Miami Dade Department of Regulatory and Economic Resources (RER) Division of Environmental Resources Management (DERM), as applicable and as may be amended from time to time.

12. Enforce the requirements of the Miami-Dade County Shoreline Development Review Ordinance No. 85-14 (codified as Article III, Chapter 33D of the Miami-Dade County Code) for all qualifying developments within the Shoreline Development boundary.
13. a. Continue its efforts to address the potential impacts of sea level rise upon the Downtown, City of Miami and Miami Dade County, by reasonably addressing the findings of the City of Miami Sea Level Rise Committee established pursuant to City Resolution R-15-0072 (adopted on February 26, 2015) and any subsequent sea level rise committees and groups as established from time to time, and through the implementation of the following and subsequent City of Miami ordinances, Comprehensive Neighborhood Plan objectives and policies, and City resolutions:
 - 1) Ordinance 13550 (dated September 10, 2015) Comprehensive Plan Amendment
 - 2) Comprehensive Neighborhood Plan Objective LU-1.8.
 - 3) Comprehensive Neighborhood Plan Policy LU-1.8.1.
 - 4) Comprehensive Neighborhood Plan Policy LU-1.8.2.
 - 5) Comprehensive Neighborhood Plan Policy LU-1.8.3.
 - 6) Comprehensive Neighborhood Plan Policy LU-1.8.4.
 - 7) Comprehensive Neighborhood Plan Policy LU-1.8.5.
 - 8) Comprehensive Neighborhood Plan Policy CM-1.4.2.
 - 9) Comprehensive Neighborhood Plan Policy CI-1.2.6.
 - 10) Comprehensive Neighborhood Plan Policy IC-1.1.910.
 - 11) City Resolution R-14-0420 (dated October 23, 2014).

The findings of the Southeast Florida Regional Climate Change Compact shall be taken into consideration, as reasonable and appropriate, in future decisions regarding the design, location, and development of infrastructure and public facilities in the City and to meet or exceed adopted Level of Service (LOS) Standards.

- b. Cooperate and coordinate efforts with the Miami Dade County Office of Resilience in planning for and addressing, as is reasonable and appropriate, the coordination

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of activities contemplated by the Sea Level Rise Task Force as formed through Miami-Dade County Resolution R-599-13, adopted on July 2, 2013 as amended by Resolution R-744-13 following Miami Dade County ordinances and resolutions:

- 1) R-451-14 (dated May 6, 2014).
 - 2) Ordinance No. 14-79 (dated September 3, 2014).
 - 3) R-44-15 (dated January 21, 2015).
 - 4) R-45-15 (dated January 21, 2015).
 - 5) R-46-15 (dated January 21, 2015).
 - 6) R-47-15 (dated January 21, 2015).
 - 7) R-48-15 (dated January 21, 2015) (This resolution pertains to Flood Damage Reduction).
 - 8) R-49-15 (dated January 21, 2015).
 - 9) R-903-15 (dated October 6, 2015).
 - 10) R-66-16 (dated January 20, 2016).
- c. As part of the pending Evaluation and Appraisal of its Comprehensive Neighborhood Plan, the City shall consider establishing an Adaptation Action Area within the boundaries of the Downtown DRI and adopting additional policies within the Coastal Management Element and City Code changes to improve resilience to coastal flooding resulting from high-tide events, storm surge, flash floods, stormwater runoff, and related impacts of sea-level rise.

INFRASTRUCTURE AND SERVICES

14. a. Based upon the transit impacts directly related to and generated by the Total Allowable Development for Increment III, pay, contract or otherwise commit to and pay or cause the payment of a total of \$6,005,829 (2016 dollars) to Miami Dade County, to be expended on some or all of the following transit projects as shown on the Transit Improvement Chart provided as Exhibit "C" ("Transit Commitment"), as follows:
1. Government Center Station Upgrade
 2. Historic Overtown/Lyric Theatre Station Upgrade
 3. Brickell Metrorail/Metromover Station Upgrade

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4. Downtown Intermodal Bus Terminal
5. Bus-Only Lanes in Downtown Miami

Alternative projects may be added or substituted to this list, subject to the agreement of the City and Miami Dade County.

The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract or otherwise commit or cause to pay to Miami Dade County, \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than thirty-three (33) percent of the Total Allowable Development, an additional \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than sixty-six (66) percent of the Total Allowable Development, and an additional \$2,041,981.86 within sixty (60) days from the date of issuance of the building permits that would result in the construction of more than one hundred (100) percent of the Total Allowable Development. Any payment of fees to the County in satisfaction of this condition shall be reported to the Council within one (1) year of the receipt of such payment by the County.

The foregoing Transit Commitment is made in recognition that a portion of the development pursuant to this Increment III is exempt from the requirement to pay Miami-Dade County Road Impact fees pursuant to section 33E-14, Miami-Dade County Code. To the extent that a portion of the development authorized pursuant to Increment III is required to pay Miami-Dade County Road Impact Fees, such development shall not be responsible for the payment of its portion of the Transit Commitment in addition to the payment of Miami-Dade County Road Impact Fees, unless Miami-Dade County:

1. provides for a credit or contribution in lieu of impact fee or other similar mechanism in satisfaction of and consistent with section 380.06(16)(a), Florida Statutes; or
2. approves a reduction of the County Road Impact fee affecting development within the boundaries of the Downtown DRI, through a Fee Computation by Independent Study or other mechanism available under the County Code, which acknowledges the pedestrian and transit mode splits (total of approximately 29%) established within the Downtown DRI transportation analysis; or
3. with the written agreement of the City, enters into an agreement with individual Downtown DRI developers where they independently enhance the downtown transit, transportation or road infrastructure and be credited for the cost of their improvements against County Road Impact Fees otherwise incurred instead of the Transit Commitment; or

Absent such foregoing action by Miami-Dade County, as an alternative to

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payment of the Transit Commitment after the imposition of the County Road Impact Fee, the City Planning Department, with the input from the County, may prepare a master plan of infrastructure enhancements within the Downtown DRI area that would provide road, transit or other capacity improvements benefiting the Downtown DRI transportation network, that qualify for contribution in lieu credit for County Road Impact Fees. The City shall then establish a trust fund using the Downtown DRI transportation fees collected after the imposition of County Road Impact fees, with the understanding that said enhancements could be performed and contributions made to the fund by developers who would then have their contributions credited against County Road Impact Fee assessments.

- b. Based upon the roadway impacts generated by Total Allowable Development for Increment III, pay or contract to pay \$374,206.08 (proportionate share in 2016 dollars), to be expended on transportation improvements, including but not limited to pedestrian and alternative transportation mode improvements within the DDRI study area, and the turn lanes described in condition 14c, below, at the City's discretion. The Applicant shall pay or contract to pay \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 33 percent of the Total Allowable Development, an additional \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 66 percent of the Total Allowable Development, and an additional \$127,230.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 100 percent of the Total Allowable Development.
 - c. Pay, contract or otherwise commit to and pay or cause the payment of a total of \$1,180, 030 (2016 dollars) to the South Florida Regional Transportation Authority (SFRTA), to be expended on the Tri-Rail Downtown Miami Link (the "Tri-Rail Commitment") in accordance with the First Amendment to the Interlocal Agency Agreement approved pursuant to City of Miami Resolution No. R-16-0218 on May, 12 2016. The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract or otherwise commit or cause to pay to SFRTA those amounts identified in the First Amendment to the Interlocal Agency Agreement. Any payment of fees to the SFRTA in satisfaction of this condition shall be reported to the Council within one (1) year of the receipt of such payment by the SFRTA.
 - d.e. Prior to the issuance of the first certificate of occupancy for the vertical construction within contiguous properties, where feasible, construct or cause the construction of a northbound right-turn at the intersection of NE 2 Avenue at NE 15 Street, provided adequate right of way can be made available, and a northbound right-turn at the intersection of NE 2 Avenue at NE 18 Street, provided adequate right of way can be made available.
15. Implement Transportation Demand Management (TDM) strategies and coordinate with the Miami Dade County Department of Transportation and Public Works and other local agencies and authorities such as the Miami Parking Authority, to encourage, explore and

Attachment A

expand transit and commuter options within the DDRI Boundaries, including trolley and alternative commuter options, including:

- a. Transit and traffic educational programs obtained from South Florida Commuter Services;
 - b. Preferential parking and treatments for carpool and vanpool participants;
 - c. Provide documentation promoting the spreading of travel demands for travel off peak periods, such as staggered work hours, flex-time, compressed work hours, telecommuting;

Promote alternative forms of transportation such as car-share and bike-share programs; and
 - d. Other transportation initiatives as agreed upon by the City and DDA
16. Continue to coordinate with the Miami-Dade County Water and Sewer Department (WASD) to upgrade the water and sewer infrastructure within the DDRI Area.
 17. Continue to coordinate with the City's Police Department to ensure adequate provision of police services within DDRI Boundaries.
 18. Continue to work with the City's Fire Department to ensure the adequate provision of fire/rescue services within DDRI Boundaries.
 19.
 - a. The City shall comply with the terms of the Amended and Restated Interlocal Agreement for Public School Facility Planning in Miami-Dade County. The City shall promote, in collaboration with the School Board, Miami Dade County and developers of projects within the boundaries of the DDRI, as is practical, the following:

(1) assess existing schools for capacity and curricular expansion and amplification,
(2) provide information to developers about possible incorporation of customized, small District-operated educational facilities within their development, or (3) explore opportunities for provision of educational facilities, in addition to those which currently exist (as referenced in (1) above), on public land owned by the City, Miami-Dade County, School District or other public entity with assets in or near the DDRI area.
 - b. The City shall establish, or, with input from the DDA, work to establish, a City of Miami education task force to evaluate creative educational options and alternatives, to serve Downtown and other City residents and workers.
 20. Work with Miami-Dade County Office of Emergency Management to coordinate emergency evacuation measures from Downtown and to ensure adequate shelter capacity for the occupants of planned new residential units within the DDRI.

Attachment A

21. Coordinate with the City Parks Department to identify opportunities to provide additional public park space within the Downtown. Coordinate with developers of projects within the Downtown for the provision of recreation areas within their developments (private property) that would be open and available to the public.
22. Amend City of Miami Ordinance 12678 (as amended and codified as Article II, Chapter 13 of the City of Miami Code of Ordinances) to assess development for its proportionate share of the cost of improvement and/or services necessary to monitor and/or mitigate any adverse impacts of Increment III. Said amendment shall also have authority to assess development its proportionate share of the costs attributable to preparation of the master plan, the Application for Development Approval, and this Development Order, as well as the future costs of reviewing individual development applications, monitoring compliance with this Development Order, and any other costs reasonably related to the administration and implementation of this Development Order. If necessary, the City shall establish a procedure for rebating any funds collected in excess of those funds attributable to a particular development and necessary to implement this Development Order or any ordinance or procedure required to monitor and enforce compliance with this Development Order and to mitigate the impacts of Total Allowable Development under this Increment III.

ECONOMIC DEVELOPMENT

23. Utilize economic development enhancement resource agencies and programs designed to involve small and minority businesses in the development and expansion of permanent job opportunities within the project. Examples of such agencies and programs include, but are not limited to, those contained in the *Miami Dade County Internal Services Department Small Business Development List of Certified Firms* and the *South Florida Small and Minority Business Resource Directory*. The Applicant will attempt to access the range of job skills available in the region and promote greater labor force enhancement. At a minimum, the Applicant is encouraged to provide potential commercial tenants with information about employment and training agencies that maintain a database of trained/skilled workers to consider in meeting the project's employment needs. This information shall be annually updated and submitted as part of the Annual Status Report.
24. The City shall establish ordinances, programs or other mechanisms that require that housing available for purchase or rental by extremely low (up to 30% Area Median Income or AMI), very-low (up to 50% of AMI), low (up to 80% of AMI), moderate (up to 120% of AMI), workforce (up to 140% of AMI) populations (as such terms are defined in section 420.9071, Florida Statutes; sections 17-131 and 33-193.6 of the Miami Dade County Code; and section 13-5 of the City of Miami Code of Ordinances) be constructed or caused to be constructed in an amount equal to no less than 2700 dwelling units or fifteen (15) percent of the residential units proposed within the DDRI Increment III within an area of a ten (10) mile or a twenty (20) minute commute shed from and within the boundaries of this DDRI, whichever is less (Exhibit " D"; Housing Commute Shed), but in all events, within the jurisdiction of the City of Miami. Provided, however, in order to encourage the development of housing for very-low, low, moderate, and workforce populations within the boundaries of this DDRI, any units constructed within such boundaries shall be counted

Attachment A

at a ratio of 1.5:1. Units constructed in satisfaction of the Southeast Overtown Park West Development of Regional Impact affordable housing condition shall not be counted toward satisfying this condition.

All housing units for extremely low, very-low, low, moderate, and workforce populations constructed and conveyed pursuant to this condition shall limit resale to a price in accordance with the affordable or workforce price for a control period of twenty (20) years, or more, by providing an appropriately enforceable assurance that said unit shall not be offered for a price greater than the maximum workforce housing unit sales price as such is established by the Miami Dade County Department of Regulatory and Economic Resources at the time of said sale. If the units are sold during the initial twenty year control period, a new twenty year period for affordable or workforce housing will apply to the new owners. Said binding and enforceable agreement may be, but is not limited to, a Development Agreement, Land Use Restriction Agreement, Declaration of Restrictive Covenants, or, if a Community Land Trust, with a Memorandum of Ground Lease, recorded in the public records of Miami Dade County.

All rental housing for extremely low, very-low, low, moderate, and workforce populations provided in satisfaction of this condition, shall be maintained by the owner as affordable for low, moderate, and/or workforce incomes for a period of twenty (20) years. If the units are sold during the initial twenty year period, a new twenty year period will apply.

In lieu of actually providing said housing units for extremely low, very-low, low, moderate, and workforce populations, in whole or in part, the City may establish an affordable/workforce housing trust fund to be used to fund construction of or access to affordable or workforce units and authorize a payment in lieu of actually providing the housing units for very-low, low, moderate, and workforce populations. The payment in lieu shall be based on a reasonable formula for the purchase/construction each unit.

The Applicant will work with South Florida Regional Council staff to explore creative affordable/workforce housing solutions (including, micro-units, co-living, reduced parking requirements, mixed-income housing and "rent to buy" programs, the rehabilitation of existing housing units) and to ensure a balanced distribution of housing, based on income levels.

25. Withhold the issuance of any building permits (including phase permits) that would not ensure the preservation of historic and archeological resources that have been formally designated as historic by the City of Miami, pursuant to Section 23-4 of the City of Miami Code of Ordinances. Continue to explore the designation of additional qualified sites within the boundaries of the DDRI.

MISCELLANEOUS

26. The effective date of this Development Order shall be forty-five (45) days from receipt of its transmittal to the Department of Economic Opportunity, South Florida Regional Council, and City; provided, however, that if this Development Order is appealed, the

Attachment A

effective date will not start until the day after all appeals have been withdrawn or resolved pursuant to F.S. 380.07.

27. Within thirty (30) days of the effective date of this Development Order, a notice of adoption of this development order it shall be recorded with the Clerk, Dade County Circuit Court, pursuant to Section 380.06(15) F.S. The notice shall include a legal description of the property covered by this Development Order (Exhibit "E") and shall state which unit of local government adopted the development order, the date of adoption, the date of adoption of any amendments to the development order, the location where the adopted order with any amendments may be examined, and that the development order constitutes a land development regulation applicable to the property. The recording of this notice shall not constitute a lien, cloud, or encumbrance on real property, or actual or constructive notice of any such lien, cloud, or encumbrance.
28. The existence of this Development Order shall not act to limit or proscribe the rights of any person under Section 380.06 F.S. to file an ADA and obtain an individual development order for property covered by this Development Order, notwithstanding the existence of this Development Order. In the event that such an individual development order is approved and becomes effective, the individual development order shall control development of the property covered by the individual development order and the terms and conditions of this Development Order shall no longer be binding upon the property. Any such individual development orders shall, by their terms be consistent with the objectives and conditions of this Development Order.
29. This Development Order shall not repeal, nor amend in any way, any other currently effective development order or building permit within the subject area previously issued by the City Commission pursuant to Section 380.06 F.S. This Development Order shall not create nor authorize the creation or imposition of any additional requirements or restrictions, with respect to any present or future development under any currently effective Development Order or building permit issued prior hereto. Notwithstanding this paragraph, the City shall continue to have whatever authority pursuant to law it may now have or may acquire in the future (other than by virtue of this Development Order).
30. This Development Order shall not create nor impose any additional requirements or restrictions upon the City with respect to its powers to enact impact fee or assessment ordinances on development, including Net New Development under this Development Order and future development of the City, as such impact fees or assessments may be authorized by law.
31. In the event that a substantial deviation is determined under the terms of this Development Order or Section 380.06 F.S., the City shall retain its ability to issue building permits and shall continue to do so unabated, subject to the terms and conditions of this Development Order.
32. In the event that this Development Order is subject to litigation wherein an injunction is issued staying the enforcement of this Development Order, the City shall either, under this Development Order or under the powers granted it by state law, be permitted to continue

Attachment A

to issue building permits and Certificates of Occupancy until such time as a final resolution of the litigation occurs, unless the court expressly prohibits such action.

Attachment A

Exhibit A

EQUIVALENCY MATRIX

Attachment A

Exhibit B

ANNUAL REPORT QUESTIONNAIRE

Attachment A

Exhibit C

MIAMI DADE COUNTY TRANSIT IMPROVEMENT COMMITMENT

Attachment A

Exhibit D

AFFORDABLE/WORKFORCE HOUSING COMMUTE SHED

Attachment A

Exhibit E

LEGAL DESCRIPTION

CITY OF MIAMI, FLORIDA
INTER-OFFICE MEMORANDUM

THIS DOCUMENT IS A SUBSTITUTION TO
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TO: The Honorable Mayor and
Members of the City Commission

DATE: January 9, 2017

SUBJECT: January 12, 2017 City Commission
Meeting Agenda - PZ.2

FROM: Daniel J. Alfonso
City Manager

REFERENCES:

ENCLOSURES: PZ.2 - Exhibit A

The Department of Planning and Zoning respectfully requests the above referenced item be substituted in the January 12, 2017 City Commission meeting agenda. This modification is required because the City Commission passed Resolution 05-0338, amended to R-16-0218, through which the City committed funding to the South Florida Regional Transportation Authority ("SFRTA") using funds from the Downtown Development of Regional Impact ("DDRI"). The development order was not amended to condition the City to honor this commitment; this substitution will modify the development order accordingly.

PZ.2 (ID#1220): Attached for inclusion into the record is the modified version of the Increment III Development Order Conditions (Exhibit A to the Ordinance at First Reading, file number 1220, November 17, 2016) substituting for the original development order conditions. The modification adds a paragraph 14 (a) (2) to incorporate previous City Commission action (R-16-0218).

Pay, contract or otherwise commit to pay or cause the payment of a total of \$1,180,030 (2016 dollars) to the South Florida Regional Transportation Authority (SFRTA), to be expended on the Tri-Rail Downtown Miami Link (the "Tri-Rail Commitment") in accordance with the First Amendment to the Interlocal Agency Agreement approved pursuant to City of Miami Resolution No. R-16-0218 on May 12, 2016. The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract or otherwise commit or cause to pay to SFRTA those amounts identified in the First Amendment to the Interlocal Agency Agreement. Any payment of fees to the SFRTA in satisfaction of this condition shall be reported to the Council within one (1) year of the receipt of such payment by the SFRTA.

C: Victoria Mendez, City Attorney
Nzeribe Ihkwaba, Ph.D, PE, Chief of Operations and Assistant City Manager
Francisco J. Garcia, Department of Planning and Zoning Director
Olga Zamora, Chief of Hearing Boards
Anna Medina, Agenda Coordinator

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1220-Increment III DO Exhibit A-SUB

Increment III Development Order Conditions**THE CITY OF MIAMI SHALL:****PROJECT INFORMATION, PROGRAM AND GENERAL CONDITIONS**

1. Require all development pursuant to this Development Order to be in accordance with the City of Miami Comprehensive Neighborhood Plan, applicable land development regulations, ordinances, building codes, and other laws.
2. The deadline for commencing any development under this Increment III shall be three (3) years from the effective date of this Development Order.
3. Total Allowable Development under this Development Order shall be limited to:

DEVELOPMENT PROGRAM

<u>Land Uses</u>	<u>Increment I Buildout- May 28, 2003</u>	<u>Increment II Buildout- September 28, 2019</u>	<u>Increment III Buildout- September 1, 2025</u>	<u>Totals</u>
Office (includes Government) (gross square feet)	3,681,890	1,220,000	2,500,000	7,401,890
Government Office (gross square feet)	300,000	0	Government Offices are included in General Office Category	300,000
Retail Service (gross square feet)	1,453,500	747,774	758,000	2,959,274
Hotel (rooms)	4,500	1,605	2,000	8,105
Residential (dwelling units)	10,550	6,750	18,000	35,300
Convention (gross square feet)	500,000	300,000	0	800,000
Wholesale Industrial (gross square feet)	1,050,000	550,000	250,000	1,850,000
Institutional (gross square feet)	200,000	350,000	150,000	700,000
Attractions Recreation (seats)	30,500	59,000	2,000	91,500
Marine Facilities	100,000	50 wet slips*	0	100,000

*An additional 42 slips are vested from DRI review pursuant to DCA BLIVR 11003-001.

- a. Upon the issuance of a Certificate of Occupancy for any Net New Development as defined in section 14-122 of the City Code, the City shall make appropriate deductions from the amount of Total Allowable Development under this

Development Order. No Building Permit shall be issued for Net New Development which would, in the aggregate, exceed the amount of Total Allowable Development under this Development Order. The City may permit simultaneous increases and decreases in the above described land use categories consistent with the Equivalency Matrix attached hereto as Exhibit "A" (Equivalency Matrix), without the need of filing for an NOPC (Notice of Proposed Change) provided that the regional impacts of the land uses in Increment III of the Project as approved, as measured by total peak hour vehicle trips are not increased. Nothing herein changes, grants, or otherwise alters any rights, conditions, commitments, obligations or limitations upon development projects that commenced within and or which are credited to Increments I and II of the Downtown Development of Regional Impact.

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- b. On February 17, 2015, the City of Miami Downtown Development Authority ("DDA") and Department of Economic Opportunity entered into an Agreement Authorizing Interim Development for the Downtown Miami Development of Regional Impact Increment III Pursuant to Section 380.032, Florida Statutes ("Agreement"), which authorized commencement of interim development pursuant to this Increment III in advance of issuance of this final Development Order. Such development under Increment III and pursuant to this Development Order has commenced. It is understood that any development that has commenced under this Increment III was required to pay all credits applicable to the development of the Project as if it was to be developed under Increment II of the Downtown Development of Regional Impact and all applicable ordinances and statutory requirements. Further, said development was obligated and recognizes that Increment III, when authorized as provided by law, may contain different coefficients or other calculation methodology that could cause fees for credits under Increment III to be substantially changed from those of Increment II. Any development that commenced prior to the adoption of Increment III is also obligated to pay any additional fees applicable to the development of the project pursuant to Increment III within thirty (30) days of the final approval and expiration of all appeal periods for the approval of the Increment III development order and, in all events, prior to the issuance of a certificate of use and or occupancy for development of any project that does not qualify for Increment II credits.
4. Monitor the capacity of Total Allowable Development by reserving the amount of Development Credits necessary for Net New Development at a time, to be determined by the City, prior to or coincident with approval of a building permit or other appropriate City approvals. The City shall place reasonable time limits on all building permits to assure that construction progresses within a reasonable period of time after approval to prevent stockpiling of reservations for Development Credits. The time period established by the City shall take into account the size of the proposed Net New Development in relationship to the time necessary to begin construction.
5. The buildout date, for authorizing development through the issuance of building and other permits, shall be September 1, 2025. September 1, 2025 is hereby established as the expiration termination date for the development order. Upon the occurrence of the

expiration/termination date, the City of Miami Downtown Development of Regional Impact Master and all incremental development orders shall be expired, terminated and of no further force and effect. The buildout and expiration termination dates may only be modified in accordance with Section 380.06(19), F.S.

6. Establish September 1, 2025 as the date until which the City agrees that the Downtown Miami Increment III Development of Regional Impact shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or that the development order was based on substantially inaccurate information provided by the Applicant, or that the change is clearly essential to the public health, safety or welfare.

7. The City Manager, by and through his/her designees, is hereby designated to monitor compliance with all conditions and the enforcement of this Development Order and shall have the duty and authority to interpret the provisions of this Development Order and to promulgate rulings, regulations, and procedures necessary to implement it, provided the same are not inconsistent with the terms hereof or of F.S. 380.06, or duly promulgated and adopted rules there under. Appeals to decisions of the City Manager may be filed pursuant to procedures set forth in the City of Miami Code and land development regulations, as amended. Any noncompliance shall be subject to the provisions of Condition 8 herein.

The City shall not violate any of the conditions of this Development Order or otherwise fail to act substantially in compliance with this Development Order or permit any property owner within the boundaries covered by this Development Order to violate any of the provisions of this Development Order. In the event any entity controlled by the Applicant and or the City or any permittee or landowner of any Parcel of Land violates (hereinafter "violation") the provisions of this Development Order, the City shall stay the effectiveness of this Development Order as to the parcel or tract of land in which the violative activity or conduct has occurred and withhold further permits, approvals, and services for development in said Parcel of Land upon passage of any appropriate resolution by the City, adopted in accordance with this section, finding that such violation has occurred. The violator will be given written notice by the City that states: 1) the nature of the purported violation, and 2) that unless the violation is cured within thirty (30) days of said notice, the City will hold a public hearing to consider the matter within sixty (60) days of the date of said notice. In the event the violation is not curable in thirty (30) days, the violator's diligent good faith efforts, as determined by the City, to cure the violation within that period will obviate the need to hold a public hearing and this Development Order will remain in full force and effect unless the violator does not diligently pursue the curative action to completion within a reasonable time, in which event the City will give fifteen (15) days' notice to the violator of its intention to stay the effectiveness of this Development Order and withhold further permits, approvals, and services to the Parcel of Land in which the violation has occurred and until the violation is cured. The terms of this paragraph may be modified from time to time by written agreement by the DDA, the City, and South Florida Regional Council ("Council") staff, to enable the City to enforce the terms of this Development Order to the fullest extent, while providing due process to all developers under this Development Order.

Exhibit A

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9. The City, along with the DDA, shall integrate all original and supplemental ADA information into a Consolidated Application for Development Approval (CADA) and submit two copies of the CADA to the Council, one copy to the City Clerk, one copy to the Florida Department of Transportation, and one copy to the Florida Department of Economic Opportunity (DEO) within thirty (30) days of the effective date of this Development Order. The CADA shall be prepared as follows:

- a. Where new, clarified, or revised information was prepared subsequent to submittal of the ADA but prior to issuance of this Development Order, whether in response to a formal statement of information needed or otherwise, the original pages of the ADA will be replaced with revised pages.
- b. Revised pages will have a "Page Number (R) - Date" notation, with "Page Number" being the number of the original page, "(R)" indicating that the page was revised, and "Date" stating the date of the revision.

c. The CADA is incorporated herein by reference and will be relied upon by the parties in discharging their statutory duties under F.S. 380.06 (2016), and local ordinances. Substantial compliance with the factual representations contained in the CADA is a condition for approval unless, for good cause, waived or modified by agreement among the Council, City, and DDA, their successors, and or assigns.

d. All terms, proposals, suggestions and procedures proposed in the ADA, but not specifically incorporated in this Development Order, shall not be considered a part of the CADA insofar as they may have been deemed to place a requirement on the City of Miami to take any action or abstain from taking any action. The terms of this Development Order shall control and any requirements to the City are specifically enumerated herein.

10. City of Miami shall prepare an Annual Report and submit copies to the Council, the City Clerk and Florida Department of Economic Opportunity State Land Planning Agency on or before each anniversary date of this Development Order. The Annual Report for Downtown Miami Increment III must also be incorporated into the Annual Report required in the Downtown Miami Master Development Order so that a single Annual Report is compiled for the entire Project. The Annual Report shall include, at a minimum:

- a. A complete response to each question in Exhibit "B" (Form Annual Report Questionnaire).
- b. Identification and description of any known changes in the plan of development, or in the representations contained in the CADA, or in the phasing for the reporting year and for the next year.
- c. A summary comparison of Total Allowable Development and Net New Development proposed and actually approved during the year, including locations, acreage, square footage, number of units, and other units of land uses included within Total Allowable Development, and the acreage zoned and developed as City parks within the boundaries of the Downtown DRI.

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- d. An assessment of the Applicant's compliance with the conditions of approval contained in this Development Order and the commitments which are contained in the ADA and which have been identified by the City, the Council, or the Department of Economic Opportunity (DEO) as being significant.
- e. Specification of any amended DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year.
- f. An indication of change, if any, in City jurisdiction for any portion of the development since issuance of this Development Order.
- g. A statement that all agencies have been sent copies of the Annual Report in conformance with F.S. 380.06(18).
- h. A copy of any recorded notice of the adoption of this Development Order or any subsequent modification that was recorded by the Applicant pursuant to F.S. 380.06(15).
- i. Any other information reasonably required by State Land Planning Agency and the Council, in accordance with F.S. 380.06.
- j. A comparison of the amount of development approved in each land use category contained in the Development Program and the amount of the Development Program actually developed as of the end of each year.
- k. A statement that sufficient capacities of public facilities and services are available to serve the remaining development are available or planned and a statement of the condition of archeological resources.
- l. Provide Economic Development Jobs information as provided in Condition 23.
- m. An assessment of the Applicant's and the City's compliance with all conditions contained in the Increment III Development Order.
- n. Flagstone Island Gardens, LLC shall be responsible for providing the required Annual Report to City, Council and DEO for the Watson Island Property.

ENVIRONMENTAL

- 11. Assure and require that any fill material utilized within any construction sites within the DDRI Area, whether from onsite excavation activities or from offsite sources, meets the clean soils criteria of the Florida Department of Environmental Protection (FDEP) and the Miami Dade Department of Regulatory and Economic Resources (RER) Division of Environmental Resources Management (DERM), as applicable and as may be amended from time to time.

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12. Enforce the requirements of the Miami-Dade County Shoreline Development Review Ordinance No. 85-14 (codified as Article III, Chapter 33D of the Miami-Dade County Code) for all qualifying developments within the Shoreline Development boundary.
13. a. Continue its efforts to address the potential impacts of sea level rise upon the Downtown, City of Miami and Miami Dade County, by reasonably addressing the findings of the City of Miami Sea Level Rise Committee established pursuant to City Resolution R-15-0072 (adopted on February 26, 2015) and any subsequent sea level rise committees and groups as established from time to time, and through the implementation of the following and subsequent City of Miami ordinances, Comprehensive Neighborhood Plan objectives and policies, and City resolutions:
 - 1) Ordinance 13550 (dated September 10, 2015) Comprehensive Plan Amendment
 - 2) Comprehensive Neighborhood Plan Objective LU-1.8.
 - 3) Comprehensive Neighborhood Plan Policy LU-1.8.1.
 - 4) Comprehensive Neighborhood Plan Policy LU-1.8.2.
 - 5) Comprehensive Neighborhood Plan Policy LU-1.8.3.
 - 6) Comprehensive Neighborhood Plan Policy LU-1.8.4.
 - 7) Comprehensive Neighborhood Plan Policy LU-1.8.5.
 - 8) Comprehensive Neighborhood Plan Policy CM-1.4.2.
 - 9) Comprehensive Neighborhood Plan Policy CI-1.2.6.
 - 10) Comprehensive Neighborhood Plan Policy IC-1.1.910.
 - 11) City Resolution R-14-0420 (dated October 23, 2014).

The findings of the Southeast Florida Regional Climate Change Compact shall be taken into consideration, as reasonable and appropriate, in future decisions regarding the design, location, and development of infrastructure and public facilities in the City and to meet or exceed adopted Level of Service (LOS) Standards.

- b. Cooperate and coordinate efforts with the Miami Dade County Office of Resilience in planning for and addressing, as is reasonable and appropriate, the coordination of activities contemplated by the Sea Level Rise Task Force as formed through Miami-Dade County Resolution R-599-13, adopted on July 2, 2013 as amended by Resolution R-744-13 following Miami Dade County ordinances and resolutions:

- 1) R-451-14 (dated May 6, 2014).

- 2) Ordinance No. 14-79 (dated September 3, 2014).
- 3) R-44-15 (dated January 21, 2015).
- 4) R-45-15 (dated January 21, 2015).
- 5) R-46-15 (dated January 21, 2015).
- 6) R-47-15 (dated January 21, 2015).
- 7) R-48-15 (dated January 21, 2015) (This resolution pertains to Flood Damage Reduction).
- 8) R-49-15 (dated January 21, 2015).
- 9) R-903-15 (dated October 6, 2015).
- 10) R-66-16 (dated January 20, 2016).

- c. As part of the pending Evaluation and Appraisal of its Comprehensive Neighborhood Plan, the City shall consider establishing an Adaptation Action Area within the boundaries of the Downtown DRI and adopting additional policies within the Coastal Management Element and City Code changes to improve resilience to coastal flooding resulting from high-tide events, storm surge, flash floods, stormwater runoff, and related impacts of sea-level rise.

INFRASTRUCTURE AND SERVICES

14. a. Based upon the transit impacts directly related to and generated by the Total Allowable Development for Increment III:
- 1) Pay, contract or otherwise commit to and pay or cause the payment of a total of \$6,005,829 (2016 dollars) to Miami Dade County, to be expended on some or all of the following transit projects as shown on the Transit Improvement Chart provided as Exhibit "C" ("Transit Commitment"), as follows:
 1. Government Center Station Upgrade
 2. Historic Overtown Lyric Theatre Station Upgrade
 3. Brickell Metrorail Metromover Station Upgrade
 4. Downtown Intermodal Bus Terminal
 5. Bus-Only Lanes in Downtown Miami

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Alternative projects may be added or substituted to this list, subject to the agreement of the City and Miami Dade County. The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract or otherwise commit or cause to pay to Miami Dade County, \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than thirty-three (33) percent of the Total Allowable Development, an additional \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than sixty-six (66) percent of the Total Allowable Development, and an additional \$2,041,981.86 within sixty (60) days from the date of issuance of the building permits that would result in the construction of more than one hundred (100) percent of the Total Allowable Development. Any payment of fees to the County in satisfaction of this condition shall be reported to the Council within one (1) year of the receipt of such payment by the County.

2) Pay, contract or otherwise commit to pay or cause the payment of a total of \$1,180,030 (2016 dollars) to the South Florida Regional Transportation Authority (SFRTA), to be expended on the Tri-Rail Downtown Miami Link (the "Tri-Rail Commitment") in accordance with the First Amendment to the Interlocal Agency Agreement approved pursuant to City of Miami Resolution No. R-16-0218 on May, 12 2016. The City shall collect the Transit Commitment proportionally from development within the DDRI boundaries and pay, contract or otherwise commit or cause to pay to SFRTA those amounts identified in the First Amendment to the Interlocal Agency Agreement. Any payment of fees to the SFRTA in satisfaction of this condition shall be reported to the Council within one (1) year of the receipt of such payment by the SFRTA.

- b. Based upon the roadway impacts generated by Total Allowable Development for Increment III, pay or contract to pay \$374,206.08 (proportionate share in 2016 dollars), to be expended on transportation improvements, including but not limited to pedestrian and alternative transportation mode improvements within the DDRI study area, and the turn lanes described in condition 1-c, below, at the City's discretion. The Applicant shall pay or contract to pay \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 33 percent of the Total Allowable Development, an additional \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 66 percent of the Total Allowable Development, and an additional \$127,230.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 100 percent of the Total Allowable Development.
- c. Prior to the issuance of the first certificate of occupancy for the vertical construction within contiguous properties, where feasible, construct or cause the construction of a northbound right-turn at the intersection of NE 2 Avenue at NE

15 Street, provided adequate right of way can be made available, and a northbound right-turn at the intersection of NE 2 Avenue at NE 18 Street, provided adequate right of way can be made available.

15. Implement Transportation Demand Management (TDM) strategies and coordinate with the Miami Dade County Department of Transportation and Public Works and other local agencies and authorities such as the Miami Parking Authority, to encourage, explore and expand transit and commuter options within the DDRI Boundaries, including trolley and alternative commuter options, including:
 - a. Transit and traffic educational programs obtained from South Florida Commuter Services;
 - b. Preferential parking and treatments for carpool and vanpool participants;
 - c. Provide documentation promoting the spreading of travel demands for travel off peak periods, such as staggered work hours, flex-time, compressed work hours, telecommuting;

Promote alternative forms of transportation such as car-share and bike-share programs; and
 - d. Other transportation initiatives as agreed upon by the City and DDA
16. Continue to coordinate with the Miami-Dade County Water and Sewer Department (WASD) to upgrade the water and sewer infrastructure within the DDRI Area.
17. Continue to coordinate with the City's Police Department to ensure adequate provision of police services within DDRI Boundaries.
18. Continue to work with the City's Fire Department to ensure the adequate provision of fire rescue services within DDRI Boundaries.
19.
 - a. The City shall comply with the terms of the Amended and Restated Interlocal Agreement for Public School Facility Planning in Miami-Dade County. The City shall promote, in collaboration with the School Board, Miami Dade County and developers of projects within the boundaries of the DDRI, as is practical, the following:
 - (1) assess existing schools for capacity and curricular expansion and amplification,
 - (2) provide information to developers about possible incorporation of customized, small District-operated educational facilities within their development, or (3) explore opportunities for provision of educational facilities, in addition to those which currently exist (as referenced in (1) above), on public land owned by the City, Miami-Dade County, School District or other public entity with assets in or near the DDRI area.
 - b. The City shall establish, or, with input from the DDA, work to establish, a City of

Miami education task force to evaluate creative educational options and alternatives, to serve Downtown and other City residents and workers.

20. Work with Miami-Dade County Office of Emergency Management to coordinate emergency evacuation measures from Downtown and to ensure adequate shelter capacity for the occupants of planned new residential units within the DDRI.
21. Coordinate with the City Parks Department to identify opportunities to provide additional public park space within the Downtown. Coordinate with developers of projects within the Downtown for the provision of recreation areas within their developments (private property) that would be open and available to the public.
22. Amend City of Miami Ordinance 12678 (as amended and codified as Article II, Chapter 13 of the City of Miami Code of Ordinances) to assess development for its proportionate share of the cost of improvement and or services necessary to monitor and or mitigate any adverse impacts of Increment III. Said amendment shall also have authority to assess development its proportionate share of the costs attributable to preparation of the master plan, the Application for Development Approval, and this Development Order, as well as the future costs of reviewing individual development applications, monitoring compliance with this Development Order, and any other costs reasonably related to the administration and implementation of this Development Order. If necessary, the City shall establish a procedure for rebating any funds collected in excess of those funds attributable to a particular development and necessary to implement this Development Order or any ordinance or procedure required to monitor and enforce compliance with this Development Order and to mitigate the impacts of Total Allowable Development under this Increment III.

ECONOMIC DEVELOPMENT

23. Utilize economic development enhancement resource agencies and programs designed to involve small and minority businesses in the development and expansion of permanent job opportunities within the project. Examples of such agencies and programs include, but are not limited to, those contained in the *Miami Dade County Internal Services Department Small Business Development List of Certified Firms* and the *South Florida Small and Minority Business Resource Directory*. The Applicant will attempt to access the range of job skills available in the region and promote greater labor force enhancement. At a minimum, the Applicant is encouraged to provide potential commercial tenants with information about employment and training agencies that maintain a database of trained skilled workers to consider in meeting the project's employment needs. This information shall be annually updated and submitted as part of the Annual Status Report.
24. The City shall establish ordinances, programs or other mechanisms that require that housing available for purchase or rental by extremely low (up to 30% Area Median Income or AMI), very-low (up to 50% of AMI), low (up to 80% of AMI), moderate (up to 120% of AMI), workforce (up to 140% of AMI) populations (as such terms are defined in section 420.9071, Florida Statutes; sections 17-131 and 33-193.6 of the Miami Dade County Code; and section 13-5 of the City of Miami Code of Ordinances) be constructed or caused to be

constructed in an amount equal to no less than 2700 dwelling units or fifteen (15) percent of the residential units proposed within the DDRI Increment III within an area of a ten (10) mile or a twenty (20) minute commute shed from and within the boundaries of this DDRI, whichever is less (Exhibit "D": Housing Commute Shed), but in all events, within the jurisdiction of the City of Miami. Provided, however, in order to encourage the development of housing for very-low, low, moderate, and workforce populations within the boundaries of this DDRI, any units constructed within such boundaries shall be counted at a ratio of 1.5:1. Units constructed in satisfaction of the Southeast Overtown Park West Development of Regional Impact affordable housing condition shall not be counted toward satisfying this condition.

All housing units for extremely low, very-low, low, moderate, and workforce populations constructed and conveyed pursuant to this condition shall limit resale to a price in accordance with the affordable or workforce price for a control period of twenty (20) years, or more, by providing an appropriately enforceable assurance that said unit shall not be offered for a price greater than the maximum workforce housing unit sales price as such is established by the Miami Dade County Department of Regulatory and Economic Resources at the time of said sale. If the units are sold during the initial twenty year control period, a new twenty year period for affordable or workforce housing will apply to the new owners. Said binding and enforceable agreement may be, but is not limited to, a Development Agreement, Land Use Restriction Agreement, Declaration of Restrictive Covenants, or, if a Community Land Trust, with a Memorandum of Ground Lease, recorded in the public records of Miami Dade County.

All rental housing for extremely low, very-low, low, moderate, and workforce populations provided in satisfaction of this condition, shall be maintained by the owner as affordable for low, moderate, and or workforce incomes for a period of twenty (20) years. If the units are sold during the initial twenty year period, a new twenty year period will apply.

In lieu of actually providing said housing units for extremely low, very-low, low, moderate, and workforce populations, in whole or in part, the City may establish an affordable workforce housing trust fund to be used to fund construction of or access to affordable or workforce units and authorize a payment in lieu of actually providing the housing units for very-low, low, moderate, and workforce populations. The payment in lieu shall be based on a reasonable formula for the purchase construction each unit.

The Applicant will work with South Florida Regional Council staff to explore creative affordable workforce housing solutions (including, micro-units, co-living, reduced parking requirements, mixed-income housing and "rent to buy" programs, the rehabilitation of existing housing units) and to ensure a balanced distribution of housing, based on income levels.

25. Withhold the issuance of any building permits (including phase permits) that would not ensure the preservation of historic and archeological resources that have been formally designated as historic by the City of Miami, pursuant to Section 23-4 of the City of Miami Code of Ordinances. Continue to explore the designation of additional qualified sites within the boundaries of the DDRI.

MISCELLANEOUS

26. The effective date of this Development Order shall be forty-five (45) days from receipt of its transmittal to the Department of Economic Opportunity, South Florida Regional Council, and City; provided, however, that if this Development Order is appealed, the effective date will not start until the day after all appeals have been withdrawn or resolved pursuant to F.S. 380.07.
27. Within thirty (30) days of the effective date of this Development Order, a notice of adoption of this development order shall be recorded with the Clerk, Dade County Circuit Court, pursuant to Section 380.06(15) F.S. The notice shall include a legal description of the property covered by this Development Order (Exhibit "E") and shall state which unit of local government adopted the development order, the date of adoption, the date of adoption of any amendments to the development order, the location where the adopted order with any amendments may be examined, and that the development order constitutes a land development regulation applicable to the property. The recording of this notice shall not constitute a lien, cloud, or encumbrance on real property, or actual or constructive notice of any such lien, cloud, or encumbrance.
28. The existence of this Development Order shall not act to limit or proscribe the rights of any person under Section 380.06 F.S. to file an ADA and obtain an individual development order for property covered by this Development Order, notwithstanding the existence of this Development Order. In the event that such an individual development order is approved and becomes effective, the individual development order shall control development of the property covered by the individual development order and the terms and conditions of this Development Order shall no longer be binding upon the property. Any such individual development orders shall, by their terms be consistent with the objectives and conditions of this Development Order.
29. This Development Order shall not repeal, nor amend in any way, any other currently effective development order or building permit within the subject area previously issued by the City Commission pursuant to Section 380.06 F.S. This Development Order shall not create nor authorize the creation or imposition of any additional requirements or restrictions, with respect to any present or future development under any currently effective Development Order or building permit issued prior hereto. Notwithstanding this paragraph, the City shall continue to have whatever authority pursuant to law it may now have or may acquire in the future (other than by virtue of this Development Order).
30. This Development Order shall not create nor impose any additional requirements or restrictions upon the City with respect to its powers to enact impact fee or assessment ordinances on development, including Net New Development under this Development Order and future development of the City, as such impact fees or assessments may be authorized by law.
31. In the event that a substantial deviation is determined under the terms of this Development Order or Section 380.06 F.S., the City shall retain its ability to issue building permits and

Exhibit A

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shall continue to do so unabated, subject to the terms and conditions of this Development Order.

32. In the event that this Development Order is subject to litigation wherein an injunction is issued staying the enforcement of this Development Order, the City shall either, under this Development Order or under the powers granted it by state law, be permitted to continue to issue building permits and Certificates of Occupancy until such time as a final resolution of the litigation occurs, unless the court expressly prohibits such action.

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ANNUAL REPORT QUESTIONNAIRE

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Exhibit C

MIAMI DADE COUNTY TRANSIT IMPROVEMENT COMMITMENT

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Exhibit D

AFFORDABLE WORKFORCE HOUSING COMMUTE SHED

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Exhibit E

LEGAL DESCRIPTION

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Increment III Development Order Conditions

THE CITY OF MIAMI SHALL:

PROJECT INFORMATION, PROGRAM AND GENERAL CONDITIONS

1. Require all development pursuant to this Development Order to be in accordance with the City of Miami Comprehensive Neighborhood Plan, applicable land development regulations, ordinances, building codes, and other laws.
2. The deadline for commencing any development under this Increment III shall be three (3) years from the effective date of this Development Order.
3. Total Allowable Development under this Development Order shall be limited to:

DEVELOPMENT PROGRAM

<u>Land Uses</u>	<u>Increment I Buildout- May 28, 2003</u>	<u>Increment II Buildout- September 28, 2019</u>	<u>Increment III Buildout- September 1, 2025</u>	<u>Totals</u>
Office (includes Government) (gross square feet)	3,681,890	1,220,000	2,500,000	7,401,890
Government Office (gross square feet)	300,000	0	Government Offices are included in General Office Category	300,000
Retail/Service (gross square feet)	1,453,500	747,774	758,000	2,959,274
Hotel (rooms)	4,500	1,605	2,000	8,105
Residential (dwelling units)	10,550	6,750	18,000	35,300
Convention (gross square feet)	500,000	300,000	0	800,000
Wholesale/Industrial (gross square feet)	1,050,000	550,000	250,000	1,850,000
Institutional (gross square feet)	200,000	350,000	150,000	700,000
Attractions/Recreation (seats)	30,500	59,000	2,000	91,500
Marine Facilities	100,000	50 wet slips*	0	100,000

*An additional 42 slips are vested from DRI review pursuant to DCA BLIVR 11003-001.

- a. Upon the issuance of a Certificate of Occupancy for any Net New Development as defined in section 14-122 of the City Code, the City shall make appropriate deductions from the amount of Total Allowable Development under this

Development Order. No Building Permit shall be issued for Net New Development which would, in the aggregate, exceed the amount of Total Allowable Development under this Development Order. The City may permit simultaneous increases and decreases in the above described land use categories consistent with the Equivalency Matrix attached hereto as Exhibit "A" (Equivalency Matrix), without the need of filing for an NOPC (Notice of Proposed Change) provided that the regional impacts of the land uses in Increment III of the Project as approved, as measured by total peak hour vehicle trips are not increased. Nothing herein changes, grants, or otherwise alters any rights, conditions, commitments, obligations or limitations upon development projects that commenced within and/or which are credited to Increments I and II of the Downtown Development of Regional Impact.

- b. On February 17, 2015, the City of Miami Downtown Development Authority ("DDA") and Department of Economic Opportunity entered into an Agreement Authorizing Interim Development for the Downtown Miami Development of Regional Impact Increment III Pursuant to Section 380.032, Florida Statutes ("Agreement"), which authorized commencement of interim development pursuant to this Increment III in advance of issuance of this final Development Order. Such development under Increment III and pursuant to this Development Order has commenced. It is understood that any development that has commenced under this Increment III was required to pay all credits applicable to the development of the Project as if it was to be developed under Increment II of the Downtown Development of Regional Impact and all applicable ordinances and statutory requirements. Further, said development was obligated and recognizes that Increment III, when authorized as provided by law, may contain different coefficients or other calculation methodology that could cause fees for credits under Increment III to be substantially changed from those of Increment II. Any development that commenced prior to the adoption of Increment III is also obligated to pay any additional fees applicable to the development of the project pursuant to Increment III within thirty (30) days of the final approval and expiration of all appeal periods for the approval of the Increment III development order and, in all events, prior to the issuance of a certificate of use and/or occupancy for development of any project that does not qualify for Increment II credits.
4. Monitor the capacity of Total Allowable Development by reserving the amount of Development Credits necessary for Net New Development at a time, to be determined by the City, prior to or coincident with approval of a building permit or other appropriate City approvals. The City shall place reasonable time limits on all building permits to assure that construction progresses within a reasonable period of time after approval to prevent stockpiling of reservations for Development Credits. The time period established by the City shall take into account the size of the proposed Net New Development in relationship to the time necessary to begin construction.
5. The buildout date, for authorizing development through the issuance of building and other permits, shall be September 1, 2025. September 1, 2025 is hereby established as the expiration/termination date for the development order. Upon the occurrence of the

expiration/termination date, the City of Miami Downtown Development of Regional Impact Master and all incremental development orders shall be expired, terminated and of no further force and effect. The buildout and expiration/termination dates may only be modified in accordance with Section 380.06(19), F.S.

6. Establish September 1, 2025 as the date until which the City agrees that the Downtown Miami Increment III Development of Regional Impact shall not be subject to downzoning, unit density reduction, or intensity reduction, unless the City can demonstrate that substantial changes in the conditions underlying the approval of the development order have occurred, or that the development order was based on substantially inaccurate information provided by the Applicant, or that the change is clearly essential to the public health, safety or welfare.
7. The City Manager, by and through his/her designees, is hereby designated to monitor compliance with all conditions and the enforcement of this Development Order and shall have the duty and authority to interpret the provisions of this Development Order and to promulgate rulings, regulations, and procedures necessary to implement it, provided the same are not inconsistent with the terms hereof or of F.S. 380.06, or duly promulgated and adopted rules there under. Appeals to decisions of the City Manager may be filed pursuant to procedures set forth in the City of Miami Code and land development regulations, as amended. Any noncompliance shall be subject to the provisions of Condition 8 herein.
8. The City shall not violate any of the conditions of this Development Order or otherwise fail to act substantially in compliance with this Development Order or permit any property owner within the boundaries covered by this Development Order to violate any of the provisions of this Development Order. In the event any entity controlled by the Applicant and/or the City or any permittee or landowner of any Parcel of Land violates (hereinafter "violator") the provisions of this Development Order, the City shall stay the effectiveness of this Development Order as to the parcel or tract of land in which the violative activity or conduct has occurred and withhold further permits, approvals, and services for development in said Parcel of Land upon passage of any appropriate resolution by the City, adopted in accordance with this section, finding that such violation has occurred. The violator will be given written notice by the City that states: 1) the nature of the purported violation, and 2) that unless the violation is cured within thirty (30) days of said notice, the City will hold a public hearing to consider the matter within sixty (60) days of the date of said notice. In the event the violation is not curable in thirty (30) days, the violator's diligent good faith efforts, as determined by the City, to cure the violation within that period will obviate the need to hold a public hearing and this Development Order will remain in full force and effect unless the violator does not diligently pursue the curative action to completion within a reasonable time, in which event the City will give fifteen (15) days' notice to the violator of its intention to stay the effectiveness of this Development Order and withhold further permits, approvals, and services to the Parcel of Land in which the violation has occurred and until the violation is cured. The terms of this paragraph may be modified from time to time by written agreement by the DDA, the City, and South Florida Regional Council ("Council") staff, to enable the City to enforce the terms of this Development Order to the fullest extent, while providing due process to all developers under this Development Order.

9. The City, along with the DDA, shall integrate all original and supplemental ADA information into a Consolidated Application for Development Approval (CADA) and submit two copies of the CADA to the Council, one copy to the City Clerk, one copy to the Florida Department of Transportation, and one copy to the Florida Department of Economic Opportunity (DEO) within thirty (30) days of the effective date of this Development Order. The CADA shall be prepared as follows:
- a. Where new, clarified, or revised information was prepared subsequent to submittal of the ADA but prior to issuance of this Development Order, whether in response to a formal statement of information needed or otherwise, the original pages of the ADA will be replaced with revised pages.
 - b. Revised pages will have a "Page Number (R) - Date" notation, with "Page Number" being the number of the original page, "(R)" indicating that the page was revised, and "Date" stating the date of the revision.
 - c. The CADA is incorporated herein by reference and will be relied upon by the parties in discharging their statutory duties under F.S. 380.06 (2016), and local ordinances. Substantial compliance with the factual representations contained in the CADA is a condition for approval unless, for good cause, waived or modified by agreement among the Council, City, and DDA, their successors, and/or assigns.
 - d. All terms, proposals, suggestions and procedures proposed in the ADA, but not specifically incorporated in this Development Order, shall not be considered a part of the CADA insofar as they may have been deemed to place a requirement on the City of Miami to take any action or abstain from taking any action. The terms of this Development Order shall control and any requirements to the City are specifically enumerated herein.
10. City of Miami shall prepare an Annual Report and submit copies to the Council, the City Clerk and Florida Department of Economic Opportunity/State Land Planning Agency on or before each anniversary date of this Development Order. The Annual Report for Downtown Miami Increment III must also be incorporated into the Annual Report required in the Downtown Miami Master Development Order so that a single Annual Report is compiled for the entire Project. The Annual Report shall include, at a minimum:
- a. A complete response to each question in Exhibit "B" (Form Annual Report Questionnaire).
 - b. Identification and description of any known changes in the plan of development, or in the representations contained in the CADA, or in the phasing for the reporting year and for the next year.
 - c. A summary comparison of Total Allowable Development and Net New Development proposed and actually approved during the year, including locations, acreage, square footage, number of units, and other units of land uses included within Total Allowable Development, and the acreage zoned and developed as City parks within the boundaries of the Downtown DRI.

- d. An assessment of the Applicant's compliance with the conditions of approval contained in this Development Order and the commitments which are contained in the ADA and which have been identified by the City, the Council, or the Department of Economic Opportunity (DEO) as being significant.
- e. Specification of any amended DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year.
- f. An indication of change, if any, in City jurisdiction for any portion of the development since issuance of this Development Order.
- g. A statement that all agencies have been sent copies of the Annual Report in conformance with F.S. 380.06(18).
- h. A copy of any recorded notice of the adoption of this Development Order or any subsequent modification that was recorded by the Applicant pursuant to F.S. 380.06(15).
- i. Any other information reasonably required by State Land Planning Agency and the Council, in accordance with F.S. 380.06.
- j. A comparison of the amount of development approved in each land use category contained in the Development Program and the amount of the Development Program actually developed as of the end of each year.
- k. A statement that sufficient capacities of public facilities and services are available to serve the remaining development are available or planned and a statement of the condition of archeological resources.
- l. Provide Economic Development/Jobs information as provided in Condition 23.
- m. An assessment of the Applicant's and the City's compliance with all conditions contained in the Increment III Development Order.
- n. Flagstone Island Gardens, LLC shall be responsible for providing the required Annual Report to City, Council and DEO for the Watson Island Property.

ENVIRONMENTAL

- 11. Assure and require that any fill material utilized within any construction sites within the DDRI Area, whether from onsite excavation activities or from offsite sources, meets the clean soils criteria of the Florida Department of Environmental Protection (FDEP) and the Miami Dade Department of Regulatory and Economic Resources (DER) Division of Environmental Resources Management (DERM), as applicable and as may be amended from time to time.

12. Enforce the requirements of the Miami-Dade County Shoreline Development Review Ordinance No. 85-14 (codified as Article III, Chapter 33D of the Miami-Dade County Code) for all qualifying developments within the Shoreline Development boundary.

13. a. Continue its efforts to address the potential impacts of sea level rise upon the Downtown, City of Miami and Miami Dade County, by reasonably addressing the findings of the City of Miami Sea Level Rise Committee established pursuant to City Resolution R-15-0072 (adopted on February 26, 2015) and any subsequent sea level rise committees and groups as established from time to time, and through the implementation of the following and subsequent City of Miami ordinances, Comprehensive Neighborhood Plan objectives and policies, and City resolutions:

1) Ordinance 13550 (dated September 10, 2015) Comprehensive Plan Amendment

2) Comprehensive Neighborhood Plan Objective LU-1.8.

3) Comprehensive Neighborhood Plan Policy LU-1.8.1.

4) Comprehensive Neighborhood Plan Policy LU-1.8.2.

5) Comprehensive Neighborhood Plan Policy LU-1.8.3.

6) Comprehensive Neighborhood Plan Policy LU-1.8.4.

7) Comprehensive Neighborhood Plan Policy LU-1.8.5.

8) Comprehensive Neighborhood Plan Policy CM-1.4.2.

9) Comprehensive Neighborhood Plan Policy CI-1.2.6.

10) Comprehensive Neighborhood Plan Policy IC-1.1.910.

11) City Resolution R-14-0420 (dated October 23, 2014).

The findings of the Southeast Florida Regional Climate Change Compact shall be taken into consideration, as reasonable and appropriate, in future decisions regarding the design, location, and development of infrastructure and public facilities in the City and to meet or exceed adopted Level of Service (LOS) Standards.

- b. Cooperate and coordinate efforts with the Miami Dade County Office of Resilience in planning for and addressing, as is reasonable and appropriate, the coordination of activities contemplated by the Sea Level Rise Task Force as formed through Miami-Dade County Resolution R-599-13, adopted on July 2, 2015 as amended by Resolution R-744-13 following Miami Dade County ordinances and resolutions:

1) R-451-14 (dated May 6, 2014).

Exhibit A

- 2) Ordinance No. 14-79 (dated September 3, 2014).
 - 3) R-44-15 (dated January 21, 2015).
 - 4) R-45-15 (dated January 21, 2015).
 - 5) R-46-15 (dated January 21, 2015).
 - 6) R-47-15 (dated January 21, 2015).
 - 7) R-48-15 (dated January 21, 2015) (This resolution pertains to Flood Damage Reduction).
 - 8) R-49-15 (dated January 21, 2015).
 - 9) R-903-15 (dated October 6, 2015).
 - 10) R-66-16 (dated January 20, 2016).
- c. As part of the pending Evaluation and Appraisal of its Comprehensive Neighborhood Plan, the City shall consider establishing an Adaptation Action Area within the boundaries of the Downtown DRI and adopting additional policies within the Coastal Management Element and City Code changes to improve resilience to coastal flooding resulting from high-tide events, storm surge, flash floods, stormwater runoff, and related impacts of sea-level rise.

INFRASTRUCTURE AND SERVICES

14. a. Based upon the transit impacts directly related to and generated by the Total Allowable Development for Increment III, pay, contract or otherwise commit to and pay or cause the payment of a total of \$6,005,829 (2016 dollars) to Miami Dade County, to be expended on some or all of the following transit projects as shown on the Transit Improvement Chart provided as Exhibit "C" ("Transit Commitment"), as follows:

- 1) Government Center Station Upgrade
- 2) Historic Overtown/Lyric Theatre Station Upgrade
- 3) Brickell Metrorail/Metromover Station Upgrade
- 4) Downtown Intermodal Bus Terminal
- 5) Bus-Only Lanes in Downtown Miami

Alternative projects may be added or substituted to this list, subject to the agreement of the City and Miami Dade County. The City shall collect the Transit

Commitment proportionally from development within the DDRI boundaries and pay, contract or otherwise commit or cause to pay to Miami Dade County, \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than thirty-three (33) percent of the Total Allowable Development, an additional \$1,981,923.57 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than sixty-six (66) percent of the Total Allowable Development, and an additional \$2,041,981.86 within sixty (60) days from the date of issuance of the building permits that would result in the construction of more than one hundred (100) percent of the Total Allowable Development. Any payment of fees to the County in satisfaction of this condition shall be reported to the Council within one (1) year of the receipt of such payment by the County.

- b. Based upon the roadway impacts generated by Total Allowable Development for Increment III, pay or contract to pay \$374,206.08 (proportionate share in 2016 dollars), to be expended on transportation improvements, including but not limited to pedestrian and alternative transportation mode improvements within the DDRI study area, and the turn lanes described in condition 14c, below, at the City's discretion. The Applicant shall pay or contract to pay \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 33 percent of the Total Allowable Development, an additional \$123,488.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 66 percent of the Total Allowable Development, and an additional \$127,230.01 within sixty (60) days from the date of issuance of building permits that would result in the construction of more than 100 percent of the Total Allowable Development.
 - c. Prior to the issuance of the first certificate of occupancy for the vertical construction within contiguous properties, where feasible, construct or cause the construction of a northbound right-turn at the intersection of NE 2 Avenue at NE 15 Street, provided adequate right of way can be made available, and a northbound right-turn at the intersection of NE 2 Avenue at NE 18 Street, provided adequate right of way can be made available.
15. Implement Transportation Demand Management (TDM) strategies and coordinate with the Miami Dade County Department of Transportation and Public Works and other local agencies and authorities such as the Miami Parking Authority, to encourage, explore and expand transit and commuter options within the DDRI Boundaries, including trolley and alternative commuter options, including:
- a. Transit and traffic educational programs obtained from South Florida Commuter Services;
 - b. Preferential parking and treatments for carpool and vanpool participants;
 - c. Provide documentation promoting the spreading of travel demands for travel off

peak periods, such as staggered work hours, flex-time, compressed work hours, telecommuting;

Promote alternative forms of transportation such as car-share and bike-share programs; and

- d. Other transportation initiatives as agreed upon by the City and DDA
16. Continue to coordinate with the Miami-Dade County Water and Sewer Department (WASD) to upgrade the water and sewer infrastructure within the DDRI Area.
 17. Continue to coordinate with the City's Police Department to ensure adequate provision of police services within DDRI Boundaries.
 18. Continue to work with the City's Fire Department to ensure the adequate provision of fire/rescue services within DDRI Boundaries.
 19. a. The City shall comply with the terms of the Amended and Restated Interlocal Agreement for Public School Facility Planning in Miami-Dade County. The City shall promote, in collaboration with the School Board, Miami Dade County and developers of projects within the boundaries of the DDRI, as is practical, the following:
 - (1) assess existing schools for capacity and curricular expansion and amplification,
 - (2) provide information to developers about possible incorporation of customized, small District-operated educational facilities within their development, or (3) explore opportunities for provision of educational facilities, in addition to those which currently exist (as referenced in (1) above), on public land owned by the City, Miami-Dade County, School District or other public entity with assets in or near the DDRI area.
 - b. The City shall establish, or, with input from the DDA, work to establish, a City of Miami education task force to evaluate creative educational options and alternatives, to serve Downtown and other City residents and workers.
 20. Work with Miami-Dade County Office of Emergency Management to coordinate emergency evacuation measures from Downtown and to ensure adequate shelter capacity for the occupants of planned new residential units within the DDRI.
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 22. Amend City of Miami Ordinance 12678 (as amended and codified as Article II, Chapter 13 of the City of Miami Code of Ordinances) to assess development for its proportionate share of the cost of improvement and/or services necessary to monitor and/or mitigate any adverse impacts of Increment III. Said amendment shall also have authority to assess

development its proportionate share of the costs attributable to preparation of the master plan, the Application for Development Approval, and this Development Order, as well as the future costs of reviewing individual development applications, monitoring compliance with this Development Order, and any other costs reasonably related to the administration and implementation of this Development Order. If necessary, the City shall establish a procedure for rebating any funds collected in excess of those funds attributable to a particular development and necessary to implement this Development Order or any ordinance or procedure required to monitor and enforce compliance with this Development Order and to mitigate the impacts of Total Allowable Development under this Increment III.

ECONOMIC DEVELOPMENT

23. Utilize economic development enhancement resource agencies and programs designed to involve small and minority businesses in the development and expansion of permanent job opportunities within the project. Examples of such agencies and programs include, but are not limited to, those contained in the *Miami Dade County Internal Services Department Small Business Development List of Certified Firms and the South Florida Small and Minority Business Resource Directory*. The Applicant will attempt to access the range of job skills available in the region and promote greater labor force enhancement. At a minimum, the Applicant is encouraged to provide potential commercial tenants with information about employment and training agencies that maintain a database of trained/skilled workers to consider in meeting the project's employment needs. This information shall be annually updated and submitted as part of the Annual Status Report.
24. The City shall establish ordinances, programs or other mechanisms that require that housing available for purchase or rental by extremely low (up to 30% Area Median Income or AMI), very-low (up to 50% of AMI), low (up to 80% of AMI), moderate (up to 120% of AMI), workforce (up to 140% of AMI) populations (as such terms are defined in section 420.9071, Florida Statutes; sections 17-131 and 33-193.6 of the Miami Dade County Code; and section 13-5 of the City of Miami Code of Ordinances) be constructed or caused to be constructed in an amount equal to no less than 2700 dwelling units or fifteen (15) percent of the residential units proposed within the DDRI Increment III within an area of a ten (10) mile or a twenty (20) minute commute shed from and within the boundaries of this DDRI, whichever is less (Exhibit "D"; Housing Commute Shed), but in all events, within the jurisdiction of the City of Miami. Provided, however, in order to encourage the development of housing for very-low, low, moderate, and workforce populations within the boundaries of this DDRI, any units constructed within such boundaries shall be counted at a ratio of 1.5:1. Units constructed in satisfaction of the Southeast Overtown Park West Development of Regional Impact affordable housing condition shall not be counted toward satisfying this condition.

All housing units for extremely low, very-low, low, moderate, and workforce populations constructed and conveyed pursuant to this condition shall limit resale to a price in accordance with the affordable or workforce price for a control period of twenty (20) years, or more, by providing an appropriately enforceable assurance that said unit shall not be offered for a price greater than the maximum workforce housing unit sales price as such is

established by the Miami Dade County Department of Regulatory and Economic Resources at the time of said sale. If the units are sold during the initial twenty year control period, a new twenty year period for affordable or workforce housing will apply to the new owners. Said binding and enforceable agreement may be, but is not limited to, a Development Agreement, Land Use Restriction Agreement, Declaration of Restrictive Covenants, or, if a Community Land Trust, with a Memorandum of Ground Lease, recorded in the public records of Miami Dade County.

All rental housing for extremely low, very-low, low, moderate, and workforce populations provided in satisfaction of this condition, shall be maintained by the owner as affordable for low, moderate, and/or workforce incomes for a period of twenty (20) years. If the units are sold during the initial twenty year period, a new twenty year period will apply.

In lieu of actually providing said housing units for extremely low, very-low, low, moderate, and workforce populations, in whole or in part, the City may establish an affordable/workforce housing trust fund to be used to fund construction of or access to affordable or workforce units and authorize a payment in lieu of actually providing the housing units for very-low, low, moderate, and workforce populations. The payment in lieu shall be based on a reasonable formula for the purchase/construction each unit.

The Applicant will work with South Florida Regional Council staff to explore creative affordable/workforce housing solutions (including, micro-units, co-living, reduced parking requirements, mixed-income housing and "rent to buy" programs, the rehabilitation of existing housing units) and to ensure a balanced distribution of housing, based on income levels.

25. Withhold the issuance of any building permits (including phase permits) that would not ensure the preservation of historic and archeological resources that have been formally designated as historic by the City of Miami, pursuant to Section 23-4 of the City of Miami Code of Ordinances. Continue to explore the designation of additional qualified sites within the boundaries of the DDRI.

MISCELLANEOUS

26. The effective date of this Development Order shall be forty-five (45) days from receipt of its transmittal to the Department of Economic Opportunity, South Florida Regional Council, and City; provided, however, that if this Development Order is appealed, the effective date will not start until the day after all appeals have been withdrawn or resolved pursuant to F.S. 380.07.
27. Within thirty (30) days of the effective date of this Development Order, a notice of adoption of this development order it shall be recorded with the Clerk, Dade County Circuit Court, pursuant to Section 380.06(15) F.S. The notice shall include a legal description of the property covered by this Development Order (Exhibit "E") and shall state which unit of local government adopted the development order, the date of adoption, the date of adoption of any amendments to the development order, the location where the adopted order with any amendments may be examined, and that the development order constitutes

a land development regulation applicable to the property. The recording of this notice shall not constitute a lien, cloud, or encumbrance on real property, or actual or constructive notice of any such lien, cloud, or encumbrance.

28. The existence of this Development Order shall not act to limit or proscribe the rights of any person under Section 380.06 F.S. to file an ADA and obtain an individual development order for property covered by this Development Order, notwithstanding the existence of this Development Order. In the event that such an individual development order is approved and becomes effective, the individual development order shall control development of the property covered by the individual development order and the terms and conditions of this Development Order shall no longer be binding upon the property. Any such individual development orders shall, by their terms be consistent with the objectives and conditions of this Development Order.
29. This Development Order shall not repeal, nor amend in any way, any other currently effective development order or building permit within the subject area previously issued by the City Commission pursuant to Section 380.06 F.S. This Development Order shall not create nor authorize the creation or imposition of any additional requirements or restrictions, with respect to any present or future development under any currently effective Development Order or building permit issued prior hereto. Notwithstanding this paragraph, the City shall continue to have whatever authority pursuant to law it may now have or may acquire in the future (other than by virtue of this Development Order).
30. This Development Order shall not create nor impose any additional requirements or restrictions upon the City with respect to its powers to enact impact fee or assessment ordinances on development, including Net New Development under this Development Order and future development of the City, as such impact fees or assessments may be authorized by law.
31. In the event that a substantial deviation is determined under the terms of this Development Order or Section 380.06 F.S., the City shall retain its ability to issue building permits and shall continue to do so unabated, subject to the terms and conditions of this Development Order.
32. In the event that this Development Order is subject to litigation wherein an injunction is issued staying the enforcement of this Development Order, the City shall either, under this Development Order or under the powers granted it by state law, be permitted to continue to issue building permits and Certificates of Occupancy until such time as a final resolution of the litigation occurs, unless the court expressly prohibits such action.

SUBSTITUTED

Exhibit A

Exhibit A

EQUIVALENCY MATRIX

**DOWNTOWN MIAMI DRI INCREMENT III UPDATE
LAND USE EXCHANGE RATES**

	TO:	OFFICE (KSF)	RETAIL (KSF)	HOTEL (ROOM)	RESIDENTIAL (DU)	INSTITUTIONAL (KSF)	ATTRACTION (SEAT)	INDUSTRIAL (KSF)
FROM:	P.M. Peak External Vehicle Trip Rate	0.6501	1.6492	0.3214	0.1829	1.3541	0.0373	0.0938
OFFICE (KSF)	0.6501	1.0000	0.3942	2.0227	3.5544	0.4801	17.4290	6.9307
RETAIL (KSF)	1.6492	2.5368	1.0000	5.1313	9.0169	1.2179	44.2145	17.5821
HOTEL (ROOM)	0.3214	0.4944	0.1949	1.0000	1.7572	0.2374	8.6166	3.4264
RESIDENTIAL (DU)	0.1829	0.2813	0.1109	0.5691	1.0000	0.1351	4.9035	1.9499
INSTITUTIONAL (KSF)	1.3541	2.0829	0.8211	4.2131	7.4035	1.0000	36.3029	14.4360
ATTRACTION (SEAT)	0.0373	0.0574	0.0226	0.1161	0.2039	0.0275	1.0000	0.3977
INDUSTRIAL (KSF)	0.0938	0.1443	0.0569	0.2918	0.5128	0.0693	2.5147	1.0000

Notes:

⁽¹⁾ Exchange rates are derived by dividing the P.M. external trip rate of the "From" land use by the P.M. external trip rate of the "To" land use.

⁽²⁾ Example: The exchange rate from office to residential is 1,000 square feet (1 KSF) of office for every 3.5544 residential dwelling units (DU).

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Exhibit A

Exhibit B

ANNUAL REPORT QUESTIONNAIRE

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EXHIBIT B

FORM DEO-BCP-BIENNIAL REPORT-1

Rule 73C-40.010, FAC. Effective 6-01-03
(Renumbered 10-01-11)

STATE OF FLORIDA
DEPARTMENT OF ECONOMIC OPPORTUNITY
DIVISION OF COMMUNITY PLANNING & DEVELOPMENT
The Caldwell Building, MSC 160
107 East Madison Street
Tallahassee, Florida 32399

DEVELOPMENT OF REGIONAL IMPACT ANNUAL REPORT

Subsection 380.06(18), Florida Statutes, (F.S.) places the responsibility on the developer of an approved development of regional impact (DRI) for submitting an annual report to the local government, the regional planning agency, the Department of Economic Opportunity, and to all affected permit agencies, on the date specified in the development order. The failure of a developer to submit the report on the date specified in the development order may result in the temporary suspension of the development order by the local government until the biennial report is submitted to the review agencies. This requirement applies to all developments of regional impact which have been approved since August 6, 1980. If you have any questions about this required report, call the DRI Planner at (850) 717-8475 or the South Florida Regional Council at (954) 985-4416.

Send the original completed annual report to the designated local government official stated in the development order with one copy to each of the following:

SUBSTITUTED

- a) South Florida Regional Council
3440 Hollywood Boulevard, Suite 140
Hollywood, Florida 33021
(954) 985-4416
- b) All affected permitting agencies;
- c) Division of Community Development
Bureau of Comprehensive Planning
107 East Madison
Caldwell Building, MSC 160
Tallahassee, Florida 32399
- d) District VI Office of Planning
602 South Miami Avenue
Miami, Florida, 33130

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ANNUAL STATUS REPORT

Reporting Period: _____ to _____
Month/Day/Year Month/Day/Year

Development: _____
Name of DRI

Location: _____
City County

Developer Name: _____
Company Name

Address: _____
Street Location

City, State, Zip

1. Describe any changes made in the proposed plan of development, phasing, or in the representations contained in the Application for Development Approval since the Development of Regional Impact received approval. Note any actions (substantial deviation determinations) taken by local government to address these changes.

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Note: If a response is to be more than one sentence, attach as Exhibit A a detailed description of each change and copies of the modified site plan drawings. Exhibit A should also address the following additional items if applicable:

- a) Describe changes in the plan of development or phasing for the reporting year and for the subsequent years;
 - b) State any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year;
 - c) Attach a copy of any notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the developer pursuant to Paragraph 380.06(15)(f), F.S.
2. Has there been a change in local government jurisdiction for any portion of the development since the development order was issued? If so, has the annexing local government adopted a new DRI development order for the project? Provide a copy of the order adopted by the annexing local government.
 3. Provide copies of any revised master plans, incremental site plans, etc., not previously submitted.

Note: If a response is to be more than one or two sentences, attach as Exhibit B.

4. Provide a summary comparison of development activity proposed and actually conducted for the reporting year as well as a cumulative total of development proposed and actually conducted to date.

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Example: Number of dwelling units constructed, site improvements, lots sold, acres mined, gross floor area constructed, barrels of storage capacity completed, permits obtained, etc.

Note: If a response is to be more than one sentence, attach as Exhibit C.

5. Have any undeveloped tracts of land in the development (other than individual single-family lots) been sold to a separate entity or developer? If so, identify tract, its size, and the buyer. Provide maps which show the tracts involved.

_____ Tract

Note: If a response is to be more than one sentence, attach as Exhibit D.

6. Describe any lands purchased or optioned adjacent to the original DRI site subsequent to issuance of the development order. Identify such land, its size, and intended use on a site plan and map.

Note: If a response is to be more than one sentence, attach as Exhibit E.

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7. List any substantial local, state and federal permits which have been obtained, applied for, or denied during this reporting period. Specify the agency, type of permit, and duty for each.

Note: If a response is to be more than one sentence, attach as Exhibit F.

8. Provide a list specifying each development order conditions and each developer commitment as contained in the ADA. State how and when each condition or commitment has been complied with during the annual report reporting period.

Note: Attach as Exhibit G.

9. Provide any information that is specifically required by the development order to be included in the annual report.

10. Provide a statement certifying that all persons have sent copies of the biennial report in conformance with Subsections 380.06(15) and (18), F.S.

Person completing the questionnaire: _____

Title: _____

Representing: _____

Question 4

[illegible]

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Exhibit A

Exhibit C

MIAMI DADE COUNTY TRANSIT IMPROVEMENT COMMITMENT

EXHIBIT C

Downtown Miami - Increment III - Development of Regional Impact

Transit Mode	Project Name	Location	Description	Capital Costs	18% Shared Requested by DTPW
Metrorail	Government Center Station Upgrade	101 NW 1st Street	This project consists of upgrades to the existing Government Center Metrorail Station in the form of new elevators, escalators, new pedestrian bridge connecting to adjacent Brightline Station (Intercity Passenger Rail/Tri-Rail Downtown Link (Commuter Rail)), upgrades to existing flooring and roofing, fare collection updates, security equipment updates, new rolling gates and automatic sliding doors.	\$14,094,000	\$2,536,920
	Historic Overtown/Lyric Theatre	100 NW 6th Street	This project consists of upgrades to the existing Historic Overtown/Lyric Theatre Metrorail Station in the form of new elevators, escalators, upgrades to existing flooring, fare collection, fare gates, and Ticket Vending Machines (TVM) updates, security equipment updates. This project will also reconfigure the alleyway between Overtown Transit Village and the Station to include new stamped concrete as well as a shared use Promenade with canopy from NW 6th Street to NW 8th Street.	\$6,356,000	\$964,080
Metrorail Metromover	Brickell Station	1001 SW 1st Avenue	The Brickell Station serves as an intermodal station that provides passenger connections with the local commuter (City of Miami Trolley), local fixed route service (Metrobuses), regional bus service, regional bus (BCT 1-595 Express) as well as Metromover and Metrorail. The station area is a linear site that spans between SW 8th Street and SW 13th Street. The primary goal of the Brickell Metrorail/Metromover Station Improvements is to enhance passenger and pedestrian access to transit. Specifically, the recommended implementation plan includes additional bus passenger pick-up/drop-off areas, additional shuttle pick-up/drop-off capacity, provide a new designated kiss-n-ride area, upgrade pedestrian connections between neighboring development and improve passenger convenience through wayfinding, upgraded ADA compliant sidewalks, continuous passenger canopies, and additional bike storage.	\$2,300,000	\$414,000
Metrobuses	Downtown Intermodal Terminal	112 NW 3rd Street	This project consists of construction of a new downtown bus terminal with approximately 27 bus bays, customer service areas including but not limited to passenger waiting areas with seating, ticket vending machines, video/audio displays, restrooms as well as security office, service support areas (driver comfort area, janitor/supply closet, bus supervisor booth, staff parking - 8 spaces total), and bicycle parking/shelter, kiss-and-ride area, conversion of NW 1st Street to one drop-off area with 7 drive-through bus bays, dedicated taxi and jitney areas, landscaping, lighting and unified directional signage.	10,705,719	1,927,029
	Bus-Only Lanes in Downtown Miami	Various Locations in Downtown (total length approximately 4.56 miles)	SW/SE 1st Street (from I-95 to SE 1st Avenue) NE/NW 1st Street (from NE 2nd Avenue to I-95) NE/NW 6th Street (from Biscayne Blvd. to I-95) NW 3rd Street (from I-95 to NW 1st Avenue) NE 2nd Avenue (from NE 20th Street to NE 1st Street) SE/NE 1st Avenue (south of NE 8th Street) (from SE 1st Street to NE 17th Street) NE 1st Avenue (north of NE 8th Street) (from NE 8th Street to NE 17th Street)	\$910,000	\$163,800
TOTALS				\$33,365,719	\$5,005,829

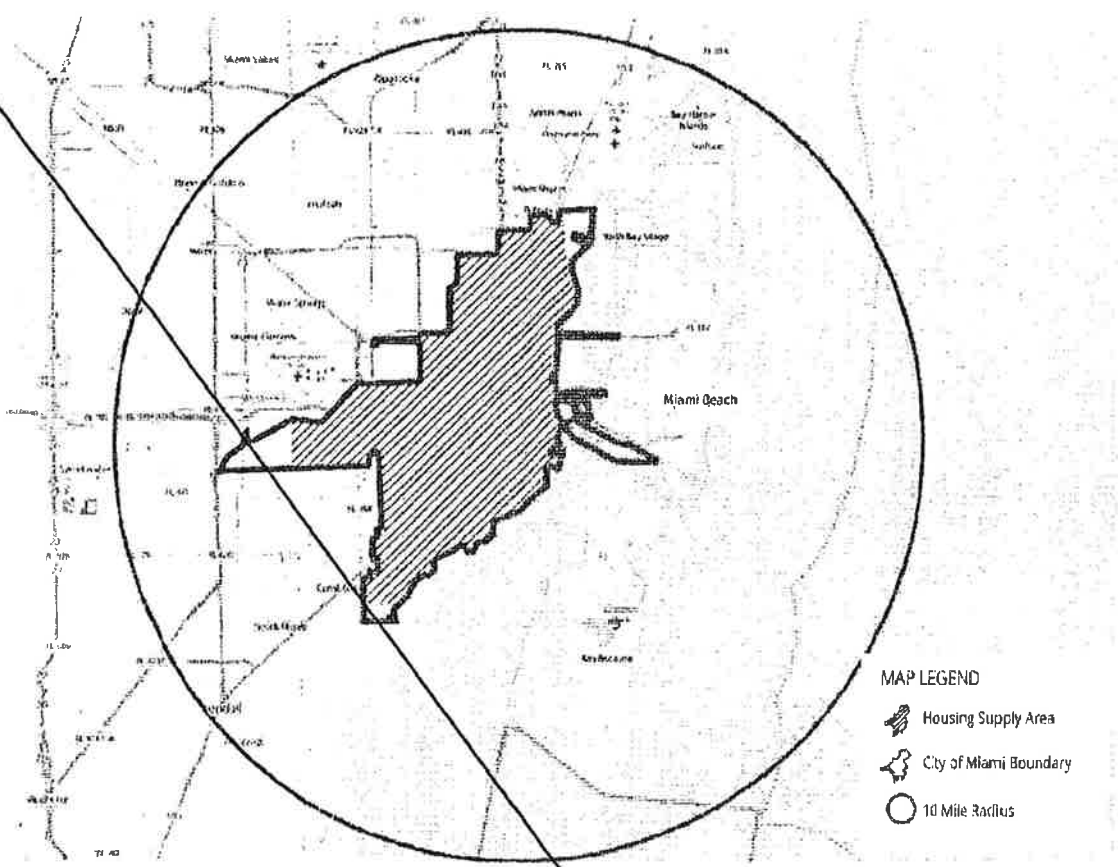
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Exhibit A

Exhibit D

AFFORDABLE/WORKFORCE HOUSING COMMUTE SHED

EXHIBIT D



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Exhibit A

Exhibit E

LEGAL DESCRIPTION

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EXHIBIT E

LEGAL DESCRIPTION OF DOWNTOWN DRI:

(DDRl Boundaries as of February 1, 2004)

Begin at the intersection of the centerline of N.W. Fifth Street and N.W. Third Avenue (east side of N-S Expressway (I-95)), thence run southerly along the centerline of N.W. Third Avenue and the easterly side of N-S Expressway to the centerline of West Flagler Street; thence westerly along the centerline of said West Flagler Street to the centerline of the Miami River, thence meandering southeasterly along the centerline of said Miami River to a point of intersection with the easterly right-of-way line of Metro Rapid Transit right-of-way (formerly Florida East Coast (FEC) Railroad right-of-way) said right-of-way line being 50 feet easterly of and parallel with the centerline of said Metro Rapid Transit right-of-way; thence run southerly and southwesterly along said easterly right-of-way line of Metro Rapid Transit to the intersection with the centerline of S.W. 15th Road; thence southeasterly along the centerline of 15th Road to a point of intersection with the southerly prolongation of the westerly line of Costa Bella Development Subdivision (107-14); thence northeasterly, northwesterly and northeasterly along said westerly line of Costa Bella to the intersection with the southerly right-of-way line of S.E. 14th Lane; thence southeasterly, northeasterly, northerly, and northwesterly along said southerly and westerly right-of-way line of S.E. 14th Lane and S.E. 14th Terrace to the intersection with the northwesterly property line of lot 31, block 2 of amended plat of Point View as recorded in plat book 2 at page 93 of the public records of Miami-Dade County, Florida; thence northeasterly along the northwesterly line of said lot 31, to the northeasterly side of the existing ten-foot alley in block 2 of said Point View; thence southeasterly along the northeasterly side of said ten-foot alley to the intersection with the property line between lots 4 and 5 of said block 2 of Point View, thence northeasterly along said line of lots 4 and 5 and its prolongation thereof to the centerline of S.E. 14th Street; thence southeasterly along said centerline of S.E. 14th Street to a point of intersection with the existing bulkhead and shoreline of Biscayne Bay; thence meandering northerly along the existing bulkhead and shoreline of Biscayne Bay to a point of intersection with the

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southerly boundary of Claughton Island Bridge; thence easterly along the said southerly right-of-way line of Claughton Island Bridge to the intersection with the westerly bulkhead line of Claughton Island, said bulkhead line being part of the Metropolitan Miami-Dade County bulkhead line as recorded in plat book 73 at page 18 of the public records; thence southerly, easterly, northerly and westerly, following said existing bulkhead and its westerly prolongation thereof around the island to the intersection with the mainland on the easterly shoreline of Biscayne Bay; thence meandering in a northwesterly and westerly direction along the shoreline of Biscayne Bay and the Miami River to the intersection with the easterly right-of-way line of Brickell Avenue Bridge (S.E. Second Avenue); thence north along said bridge to the existing bulkhead on the northerly shoreline of the Miami River; said bulkhead line also being the southerly boundary of the Dupont Plaza Center and Miami Center Joint Venture property; thence northeasterly along the southerly boundary of Dupont Plaza Center and Miami Center Joint Venture property to a point of intersection with the easterly property line of Chopin Associates and Miami Center Limited Partnership; said property line being along the shoreline of Biscayne Bay; thence northerly along said easterly property line of Chopin Associates and Miami Center Limited Partnership property along Biscayne Bay to the southerly property line of Bayfront Park; thence continuing northerly, northeasterly and northwesterly along the bulkhead line of Bayfront Park and the Bayfront Park Miamarina; thence continuing northerly along the bulkhead line of Biscayne Bay to a point of intersection with the centerline of N.E. 17th Street extended easterly; thence westerly along the centerline of N.E. 17th Street and its extension thereof to a point of intersection with the centerline of North Bayshore Drive; thence northerly and northeasterly along the centerline of North Bayshore Drive to a point of intersection with easterly extension of the northerly lot line of lot 1 of block 1 of Seaport amended as recorded in plat book 149 at page 79 of the public records of Miami-Dade County, Florida; thence northwesterly along the northerly lot line of lot 1 and its extension thereof across a 15-foot-wide alley to the easterly extension of the northerly lot line of lot 6 of block 8 of Miramar amended as recorded in plat book 5 at page 4 of the public records of Miami-Dade County, Florida; thence northwesterly along the northerly lot line of lot 6 to a point of intersection with centerline of N.E. 4th Avenue; thence southwesterly and northerly along the

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centerline of N.E. Fourth Avenue to its intersection with the centerline of N.E. 19th Street; thence westerly along the centerline of N.E. 19th Street to a point of intersection with southerly extension of the easterly lot line of lot 4 of block 1 of Miramar amended as recorded in plat book 5 at page 4 of the public records of Miami-Dade County, Florida, thence northerly along the easterly lot line of lot 4 and its extension thereof to the southerly lot line of lot 8 of Coral Park as recorded in plat book 2 at page 66 of the public records of Miami-Dade County, Florida; thence easterly along the southerly lot line of lot 8 to the southeast corner of said lot 8; thence northerly along the easterly lot line of lot 8 to the southerly right-of-way line of N.E. 20th Street; thence easterly along the southerly right-of-way line of N.E. 20th Street to the southerly extension of the easterly lot line of lot 7 of said Coral Park (2-66); thence northerly along the easterly lot line of lot 7 and its extension thereof to the northeast corner of lot 7; thence westerly along the northerly lot line of lot 7 to a point of intersection with the southerly extension of the easterly lot line of lot 7 of block 4 of Bayside Park amended as recorded in plat book 2 at page 40 of the public records of Miami-Dade County, Florida; thence northerly along the easterly lot line of lot 7 and its extension thereof across a 15-foot-wide alley to the northeast corner of lot 7; thence continuing northerly across the right-of-way of N.E. 20th Terrace to the southeast corner of lot 7 of block 1 of Bayside Park amended (2-40); thence northerly along the easterly lot line of lot 7 to the northeast corner of said lot 7; thence across a 15-foot-wide alley to the southeast corner of lot 5 block 3 of Bayonne Subdivision as recorded in plat book 2 at page 35 of the public records of Miami-Dade County, Florida; thence northerly along the easterly lot line of lot 5, and the northerly extension of its easterly lot line thereof, to the centerline of N.E. 21st Street; thence easterly along the centerline of N.E. 21st Street to a point of intersection with the southerly extension of the easterly lot line of lot 3 of block 1 of Bayonne Subdivision (2-35); thence northerly along the easterly lot line and its extension thereof, to the southerly lot line of tract A of Caruso Subdivision as recorded in plat book 79 at page 23 of the public records of Miami-Dade County, Florida; thence easterly along the southerly tract line of tract A to the southerly extension of the easterly right-of-way line of N.E. Fourth Avenue; thence northerly along the easterly right-of-way line of N.E. Fourth Avenue and its extension thereof to the centerline of N.E. 24th Street; thence westerly along the centerline of N.E. 24th

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Street to the centerline of N.E. Second Avenue; thence southerly along the centerline of N.E. Second Avenue to the centerline of N.E. 17th Street; thence westerly along the centerline of N.E. 17th Street and N.W. 17th Street to the easterly right-of-way line of the FEC Railroad; thence southerly along the easterly right-of-way line of the FEC Railroad to the limited access right-of-way of I-395; thence southeasterly and easterly along the limited access right-of-way of I-395 to the centerline of Biscayne Boulevard; thence southerly along the centerline of Biscayne Boulevard to the centerline of N.E. 5th Street, thence westerly along the centerline of N.E. and N.W. 5th Street to the point of beginning.

LEGAL DESCRIPTION OF UPLAND PARCEL

Commence at a point shown limited by an 5/8" diameter iron rod and Cap Stamped F.D.O.T., shown as P.T. Sta. 25+50 on the "Official Map of Location and Survey of a portion of Section 8706, designated as part of State Road A-1-A in Dade County, Florida", prepared by the State Road Department of the State of Florida, as recorded in Map Book 56, at Page 71 of the Public Records of Dade County, Florida. Said point being the point of tangency of the original center line of the Douglas MacArthur Causeway running Easterly and South Easterly from the Westerly limits (West Bridge) of Watson Island as shown on Sheet 3 of the State Road Department Right-of-Way Map, Section No. (8706-112) 87060-2117, revised March 25, 1959, said most Northerly curve having a radius of 1432.69 feet and a central angle of 62° 00' 00 seconds"; thence South 59° 51' 26" West departing radially from said centerline a distance of 987.36 feet to a Projected Bulkhead line; thence North 17° 12' 21" West along said bulkhead line, a distance of 238.86 feet to the point and place of beginning; thence North 17° 12' 21" West, continuing along said bulkhead line a distance of 924.70 feet to the Southerly right of way line of State Road A-1-A Douglas MacArthur Causeway; thence along said Southerly right of way line the following courses and distances; South 89° 10' 55" East a distance of 73.08 feet; thence North 86° 44' 00" East, a distance of 67.09 feet to non-tangent curve concave to the Northeast whose radial line bears North 39° 29' 18" East having a radius of 160.00 feet and central angle of 22° 09' 33"; thence along said curve an arc length of 61.88 feet; thence South 72° 40' 15" East continuing along said Southerly right of way line a distance of 276.49 feet; to a curve concave to the Southwest having a radius of 600.00 feet and central angel of 46° 17' 39" thence along said curve an arc length of 484.79 feet to a point of tangency; thence South 26° 22' 36" East continuing along the southwesterly right of way line of State Road A-1-A, a distance of 196.59 feet; thence South 54° 07' 39" West Departing Said right of way line, a distance of 532.16 feet; thence North 35° 54' 03" West, a distance of 132.74 feet; thence South 54° 07' 39" West, a distance of 150.14 feet to the point of beginning.

The combined Upland and Submerged Parcels contain approximately 24.2+/- acres

SUBSTITUTED

LEGAL DESCRIPTION OF SUBMERGED PARCEL

Commence at a point marked by an 5/8" diameter iron rod and Cap Stamped F.D.O.T., shown as P.T. Sta. 25+50 on the "Official Map of Location and Survey of a portion of Section 8708, designated as part of State Road A-1-A in Dade County, Florida", prepared by the State Road Department of the State of Florida, as recorded in Map Book 56, at Page 71 of the Public Records of Dade County, Florida. Said point being the point of tangency of the original center line of the Douglas MacArthur Causeway running Easterly and South Easterly from the Westerly limits (West Bridge) of Watson Island as shown on Sheet 3 of the State Road Department Right-of-Way Map, Section No. (8706-112) 87060-2117, revised March 25, 1959, said most Northerly curve having a radius of 1432.69 feet and a central angle of 62° 00' 00" thence South 59° 51' 26" West departing radially from said centerline, a distance of 987.36 feet to a projected bulkhead line; thence North 17° 12' 21" West along said bulkhead line, a distance of 238.86 feet to the point and place of beginning; thence South 49° 32' 57" West departing said bulkhead line a distance of 550.92 feet to a point of intersection of lines of turning basin limit as established by U.S. Army Corps of engineers and position by coordinates North 527,878.62 feet, East 926,135.22 feet (based on North American Datum 1983-NAD83); thence North 31° 03' 50" West, along the limits of said turning basin a distance of 428.44 feet to a point of intersection with the East right of way line of the intracoastal waterway; thence North 03° 27' 54" West along said East right of way line a distance of 874.43 feet to a point of intersection with the Southerly right of way line of said Douglas MacArthur Causeway, said point of intersection being a point on a curve concave Southerly and having a radius of 10,716.59 feet, a radial line to said point bears South 01° 15' 15" East; thence run Easterly for 387.46 feet along the arc of said curve and along said Southerly right of way line, through a central angle of 02° 04' 17" to a point of tangency; thence South 89° 10' 55" East continuing Easterly along the said Southerly right of way line, a distance of 31.87 feet more or less to a point of intersection with an existing bulkhead line; thence South 17° 12' 21" East along said bulkhead line a distance of 924.70 feet to the point of beginning.

The combined Upland and Submerged Parcels contain approximately 24.2+/- acres

**DOWNTOWN MIAMI DRI INCREMENT III UPDATE
LAND USE EXCHANGE RATES**

	TO:	OFFICE (KSF)	RETAIL (KSF)	HOTEL (ROOM)	RESIDENTIAL (DU)	INSTITUTIONAL (KSF)	ATTRACTION (SEAT)	INDUSTRIAL (KSF)
FROM:	P.M. Peak External Vehicle Trip Rate	0.6501	1.6492	0.3214	0.1829	1.3541	0.0373	0.0938
OFFICE (KSF)	0.6501	1.0000	0.3942	2.0227	3.5544	0.4801	17.4290	6.9307
RETAIL (KSF)	1.6492	2.5368	1.0000	5.1313	9.0169	1.2179	44.2145	17.5821
HOTEL (ROOM)	0.3214	0.4944	0.1949	1.0000	1.7572	0.2374	8.6166	3.4264
RESIDENTIAL (DU)	0.1829	0.2813	0.1109	0.5691	1.0000	0.1351	4.9035	1.9499
INSTITUTIONAL (KSF)	1.3541	2.0829	0.8211	4.2131	7.4035	1.0000	36.3029	14.4360
ATTRACTION (SEAT)	0.0373	0.0574	0.0226	0.1161	0.2039	0.0275	1.0000	0.3977
INDUSTRIAL (KSF)	0.0938	0.1443	0.0569	0.2918	0.5128	0.0693	2.5147	1.0000

Notes:

⁽¹⁾ Exchange rates are derived by dividing the P.M. external trip rate of the "From" land use by the P.M. external trip rate of the "To" land use.

⁽²⁾ Example: The exchange rate from office to residential is 1,000 square feet (1 KSF) of office for every 3.5544 residential dwelling units (DU).

EXHIBIT B

FORM DEO-BCP-BIENNIAL REPORT-1

Rule 73C-40.010, FAC. Effective 6-01-03
(Renumbered 10-01-11)

STATE OF FLORIDA

DEPARTMENT OF ECONOMIC OPPORTUNITY

DIVISION OF COMMUNITY PLANNING & DEVELOPMENT

The Caldwell Building, MSC 160

107 East Madison Street

Tallahassee, Florida 32399

DEVELOPMENT OF REGIONAL IMPACT

ANNUAL REPORT

Subsection 380.06(18), Florida Statutes, (F.S.) places the responsibility on the developer of an approved development of regional impact (DRI) for submitting an annual report to the local government, the regional planning agency, the Department of Economic Opportunity, and to all affected permit agencies, on the date specified in the development order. The failure of a developer to submit the report on the date specified in the development order may result in the temporary suspension of the development order by the local government until the biennial report is submitted to the review agencies. This requirement applies to all developments of regional impact which have been approved since August 6, 1980. If you have any questions about this required report, call the DRI Planner at (850) 717-8475 or the South Florida Regional Council at (954) 985-4416.

Send the original completed annual report to the designated local government official stated in the development order with one copy to each of the following:

- a) South Florida Regional Council
3440 Hollywood Boulevard, Suite 140
Hollywood, Florida 33021
(954) 985-4416
- b) All affected permitting agencies;
- c) Division of Community Development
Bureau of Comprehensive Planning
107 East Madison
Caldwell Building, MSC 160
Tallahassee, Florida 32399
- d) District VI Office of Planning
602 South Miami Avenue
Miami, Florida, 33130

ANNUAL STATUS REPORT

Reporting Period: _____ to _____
Month/Day/Year Month/Day/Year

Development: _____
Name of DRI

Location: _____
City County

Developer Name: _____
Company Name

Address: _____
Street Location

City, State, Zip

1. Describe any changes made in the proposed plan of development, phasing, or in the representations contained in the Application for Development Approval since the Development of Regional Impact received approval. Note any actions (substantial deviation determinations) taken by local government to address these changes.

Note: If a response is to be more than one sentence, attach as Exhibit A a detailed description of each change and copies of the modified site plan drawings. Exhibit A should also address the following additional items if applicable:

- a) Describe changes in the plan of development or phasing for the reporting year and for the subsequent years;
 - b) State any known incremental DRI applications for development approval or requests for a substantial deviation determination that were filed in the reporting year and to be filed during the next year;
 - c) Attach a copy of any notice of the adoption of a development order or the subsequent modification of an adopted development order that was recorded by the developer pursuant to Paragraph 380.06(15)(f), F.S.
2. Has there been a change in local government jurisdiction for any portion of the development since the development order was issued? If so, has the annexing local government adopted a new DRI development order for the project? Provide a copy of the order adopted by the annexing local government.
3. Provide copies of any revised master plans, incremental site plans, etc., not previously submitted.

Note: If a response is to be more than one or two sentences, attach as Exhibit B.

4. Provide a summary comparison of development activity proposed and actually conducted for the reporting year as well as a cumulative total of development proposed and actually conducted to date.

Example: Number of dwelling units constructed, site improvements, lots sold, acres mined, gross floor area constructed, barrels of storage capacity completed, permits obtained, etc.

Note: If a response is to be more than one sentence, attach as Exhibit C.

5. Have any undeveloped tracts of land in the development (other than individual single-family lots) been sold to a separate entity or developer? If so, identify tract, its size, and the buyer. Provide maps which show the tracts involved.

_____ Tract

Note: If a response is to be more than one sentence, attach as Exhibit D.

6. Describe any lands purchased or optioned adjacent to the original DRI site subsequent to issuance of the development order. Identify such land, its size, and intended use on a site plan and map.

Note: If a response is to be more than one sentence, attach as Exhibit E.

7. List any substantial local, state and federal permits which have been obtained, applied for, or denied during this reporting period. Specify the agency, type of permit, and duty for each.

Note: If a response is to be more than one sentence, attach as Exhibit F.

8. Provide a list specifying each development order conditions and each developer commitment as contained in the ADA. State how and when each condition or commitment has been complied with during the annual report reporting period.

Note: Attach as Exhibit G.

9. Provide any information that is specifically required by the development order to be included in the annual report.
10. Provide a statement certifying that all persons have sent copies of the biennial report in conformance with Subsections 380.06(15) and (18), F.S.

Person completing the questionnaire: _____

Title: _____

Representing: _____

Question 4

LAND USE TYPE	PROPOSED THIS PERIOD	BUILT THIS PERIOD	MEASURE	TOTAL PROPOSED TO DATE	TOTAL BUILT TO DATE	MEASURE
Other development activity conducted						

EXHIBIT C

Downtown Miami - Increment III - Development of Regional Impact

Department of Transportation and Public Works (DTPW) - Transit Strategic Program					
Transit Mode	Project Name	Location	Description	Capital Costs	15% Shared Requested by DTPW
Metrorail	Government Center Station Upgrade	101 NW 1st Street	This project consists of upgrades to the existing Government Center Metrorail Station in the form of new elevators, escalators, new pedestrian bridge connecting to adjacent Brightline Station (Intercity Passenger Rail/TN-Rail Downtown Link (Commuter Rail), upgrades to existing flooring and roofing, fare collection updates, security equipment updates, new rolling gates and automatic sliding doors	\$14,094,000	\$2,536,920
	Historic Overtown/Lyric Theatre	100 NW 8th Street	This project consist of upgrades to the existing Historic Overtown/Lyric Theatre Metrorail Station in the form of new elevators, escalators, upgrades to existing flooring, fare collection, fare gates, and Ticket Vending Machines (TVM) updates, security equipment updates. This project will also reconfigure the alleyway between Overtown Transit Village and the Station to include new stamped concrete as well as a shared use Promenade with canopy from NW 8th Street to NW 8th Street	\$5,356,000	\$964,080
Metrorail Metromover	Brickell Station	1001 SW 1st Avenue	The Brickell Station serves as an intermodal station that provides passenger connections with the local circulator (City of Miami Trolley), local fixed route service (Metrobus), regional bus service, regional bus (BCT 1-595 Express) as well as Metromover and Metrorail. The station area is a linear site that spans between SW 8th Street and SW 13th Street. The primary goal of the Brickell Metrorail/Metromover Station improvements is to enhance passenger and pedestrian access to transit. Specifically, the recommended implementation plan includes additional bus passenger pick-up/drop areas, additional shuttle pick-up/drop-off capacity, provide a new designated kiss-n-ride area, upgrade pedestrian connections between neighboring development and improve passenger convenience through wayfinding, upgraded/ADA compliant sidewalks, continuous passenger canopies, and additional bike storage	\$2,300,000	\$414,000
Metrobus	Downtown Intermodal Terminal	112 NW 3rd Street	This project consists of construction of a new downtown bus terminal with approximately 27 bus bays, customer service areas including but not limited to passenger waiting areas with seating, ticket vending machines, video/audio displays, restrooms as well as security office, service support areas (driver comfort area, janitor/supply closet, bus supervisor booth, staff parking - 3 spaces total), and bicycle parking/station, kiss-and-ride area, conversion of NW 1st Street to bus drop-off area with 7 saw-tooth bus bays, dedicated taxi and jitney areas, landscaping, lighting and unified directional signage	10,705,716	1,927,929
	Bus-Only Lanes in Downtown Miami	Various Locations in Downtown (total length approximately 4.55 miles)	SW/SE 1st Street (from I-95 to SE 1st Avenue) NE/NW 1st Street (from NE 2nd Avenue to I-95) NE/NW 6th Street (from Biscayne Blvd. to I-95) NW 5th Street (from I-95 to NW 1st Avenue) NE 2nd Avenue (from NE 20th Street to NE 1st Street) SE/NE 1st Avenue (south of NE 6th Street) (from SE 1st Street to NE 17th Street) NE 1st Avenue (north of NE 6th Street) (from NE 6th Street to NE 17th Street)	\$910,000	\$163,600
TOTALS				\$33,365,716	\$6,085,929

EXHIBIT D

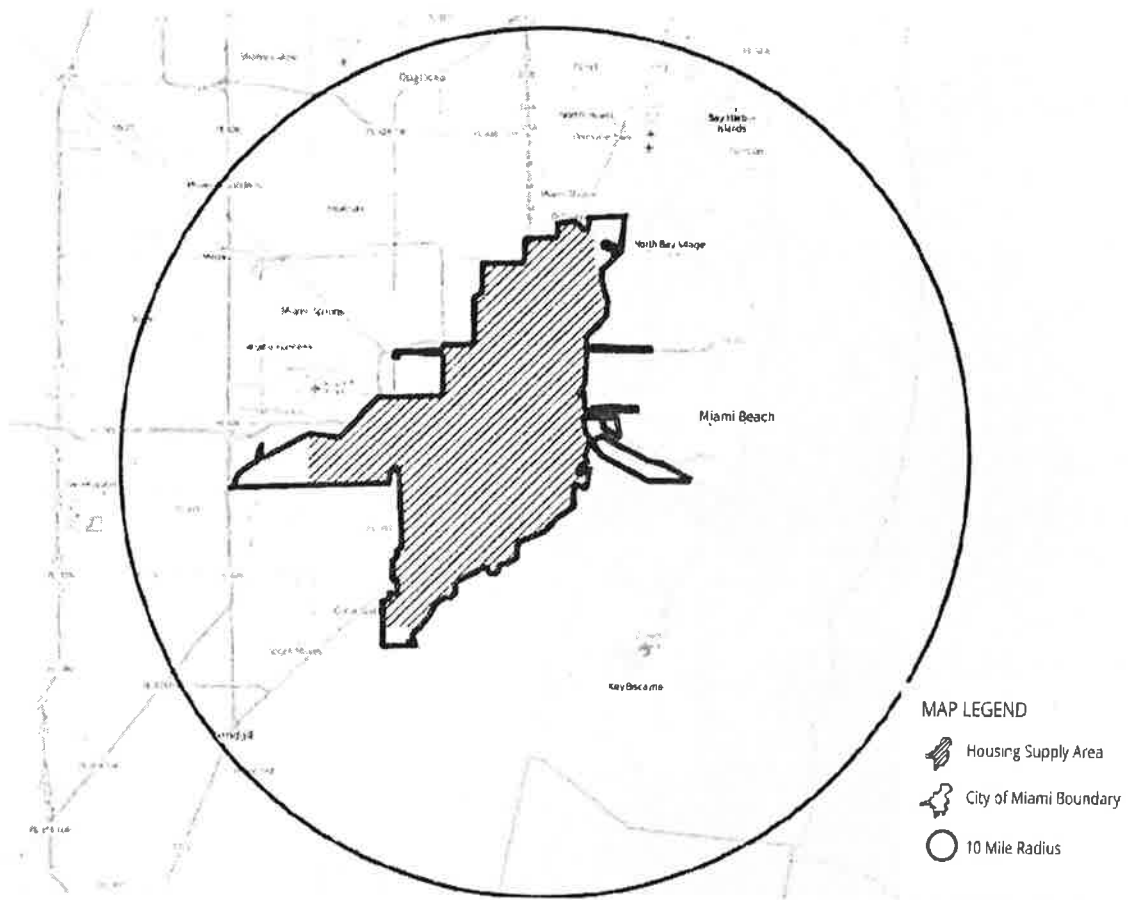


EXHIBIT E

LEGAL DESCRIPTION OF DOWNTOWN DRI:

(DDRI Boundaries as of February 1, 2004)

Begin at the intersection of the centerline of N.W. Fifth Street and N.W. Third Avenue (east side of N-S Expressway (I-95)), thence run southerly along the centerline of N.W. Third Avenue and the easterly side of N-S Expressway to the centerline of West Flagler Street; thence westerly along the centerline of said West Flagler Street to the centerline of the Miami River, thence meandering southeasterly along the centerline of said Miami River to a point of intersection with the easterly right-of-way line of Metro Rapid Transit right-of-way (formerly Florida East Coast (FEC) Railroad right-of-way) said right-of-way line being 50 feet easterly of and parallel with the centerline of said Metro Rapid Transit right-of-way; thence run southerly and southwesterly along said easterly right-of-way line of Metro Rapid Transit to the intersection with the centerline of S.W. 15th Road; thence southeasterly along the centerline of 15th Road to a point of intersection with the southerly prolongation of the westerly line of Costa Bella Development Subdivision (107-14); thence northeasterly, northwesterly and northeasterly along said westerly line of Costa Bella to the intersection with the southerly right-of-way line of S.E. 14th Lane; thence southeasterly, northeasterly, northerly, and northwesterly along said southerly and westerly right-of-way line of S.E. 14th Lane and S.E. 14th Terrace to the intersection with the northwesterly property line of lot 31, block 2 of amended plat of Point View as recorded in plat book 2 at page 93 of the public records of Miami-Dade County, Florida; thence northeasterly along the northwesterly line of said lot 31, to the northeasterly side of the existing ten-foot alley in block 2 of said Point View; thence southeasterly along the northeasterly side of said ten-foot alley to the intersection with the property line between lots 4 and 5 of said block 2 of Point View, thence northeasterly along said line of lots 4 and 5 and its prolongation thereof to the centerline of S.E. 14th Street; thence southeasterly along said centerline of S.E. 14th Street to a point of intersection with the existing bulkhead and shoreline of Biscayne Bay; thence meandering northerly along the existing bulkhead and shoreline of Biscayne Bay to a point of intersection with the

southerly boundary of Claughton Island Bridge; thence easterly along the said southerly right-of-way line of Claughton Island Bridge to the intersection with the westerly bulkhead line of Claughton Island, said bulkhead line being part of the Metropolitan Miami-Dade County bulkhead line as recorded in plat book 73 at page 18 of the public records; thence southerly, easterly, northerly and westerly, following said existing bulkhead and its westerly prolongation thereof around the island to the intersection with the mainland on the easterly shoreline of Biscayne Bay; thence meandering in a northwesterly and westerly direction along the shoreline of Biscayne Bay and the Miami River to the intersection with the easterly right-of-way line of Brickell Avenue Bridge (S.E. Second Avenue); thence north along said bridge to the existing bulkhead on the northerly shoreline of the Miami River; said bulkhead line also being the southerly boundary of the Dupont Plaza Center and Miami Center Joint Venture property; thence northeasterly along the southerly boundary of Dupont Plaza Center and Miami Center Joint Venture property to a point of intersection with the easterly property line of Chopin Associates and Miami Center Limited Partnership; said property line being along the shoreline of Biscayne Bay; thence northerly along said easterly property line of Chopin Associates and Miami Center Limited Partnership property along Biscayne Bay to the southerly property line of Bayfront Park; thence continuing northerly, northeasterly and northwesterly along the bulkhead line of Bayfront Park and the Bayfront Park Miamarina; thence continuing northerly along the bulkhead line of Biscayne Bay to a point of intersection with the centerline of N.E. 17th Street extended easterly; thence westerly along the centerline of N.E. 17th Street and its extension thereof to a point of intersection with the centerline of North Bayshore Drive; thence northerly and northeasterly along the centerline of North Bayshore Drive to a point of intersection with easterly extension of the northerly lot line of lot 1 of block 1 of Seaport amended as recorded in plat book 149 at page 79 of the public records of Miami-Dade County, Florida; thence northwesterly along the northerly lot line of lot 1 and its extension thereof across a 15-foot-wide alley to the easterly extension of the northerly lot line of lot 6 of block 8 of Miramar amended as recorded in plat book 5 at page 4 of the public records of Miami-Dade County, Florida; thence northwesterly along the northerly lot line of lot 6 to a point of intersection with centerline of N.E. 4th Avenue; thence southwesterly and northerly along the

centerline of N.E. Fourth Avenue to its intersection with the centerline of N.E. 19th Street; thence westerly along the centerline of N.E. 19th Street to a point of intersection with southerly extension of the easterly lot line of lot 4 of block 1 of Miramar amended as recorded in plat book 5 at page 4 of the public records of Miami-Dade County, Florida, thence northerly along the easterly lot line of lot 4 and its extension thereof to the southerly lot line of lot 8 of Coral Park as recorded in plat book 2 at page 66 of the public records of Miami-Dade County, Florida; thence easterly along the southerly lot line of lot 8 to the southeast corner of said lot 8; thence northerly along the easterly lot line of lot 8 to the southerly right-of-way line of N.E. 20th Street; thence easterly along the southerly right-of-way line of N.E. 20th Street to the southerly extension of the easterly lot line of lot 7 of said Coral Park (2-66); thence northerly along the easterly lot line of lot 7 and its extension thereof to the northeast corner of lot 7; thence westerly along the northerly lot line of lot 7 to a point of intersection with the southerly extension of the easterly lot line of lot 7 of block 4 of Bayside Park amended as recorded in plat book 2 at page 40 of the public records of Miami-Dade County, Florida; thence northerly along the easterly lot line of lot 7 and its extension thereof across a 15-foot-wide alley to the northeast corner of lot 7; thence continuing northerly across the right-of-way of N.E. 20th Terrace to the southeast corner of lot 7 of block 1 of Bayside Park amended (2-40); thence northerly along the easterly lot line of lot 7 to the northeast corner of said lot 7; thence across a 15-foot-wide alley to the southeast corner of lot 5 block 3 of Bayonne Subdivision as recorded in plat book 2 at page 35 of the public records of Miami-Dade County, Florida; thence northerly along the easterly lot line of lot 5, and the northerly extension of its easterly lot line thereof, to the centerline of N.E. 21st Street; thence easterly along the centerline of N.E. 21st Street to a point of intersection with the southerly extension of the easterly lot line of lot 3 of block 1 of Bayonne Subdivision (2-35); thence northerly along the easterly lot line and its extension thereof, to the southerly lot line of tract A of Caruso Subdivision as recorded in plat book 79 at page 23 of the public records of Miami-Dade County, Florida; thence easterly along the southerly tract line of tract A to the southerly extension of the easterly right-of-way line of N.E. Fourth Avenue; thence northerly along the easterly right-of-way line of N.E. Fourth Avenue and its extension thereof to the centerline of N.E. 24th Street; thence westerly along the centerline of N.E. 24th

Street to the centerline of N.E. Second Avenue; thence southerly along the centerline of N.E. Second Avenue to the centerline of N.E. 17th Street; thence westerly along the centerline of N.E. 17th Street and N.W. 17th Street to the easterly right-of-way line of the FEC Railroad; thence southerly along the easterly right-of-way line of the FEC Railroad to the limited access right-of-way of I-395; thence southeasterly and easterly along the limited access right-of-way of I-395 to the centerline of Biscayne Boulevard; thence southerly along the centerline of Biscayne Boulevard to the centerline of N.E. 5th Street, thence westerly along the centerline of N.E. and N.W. 5th Street to the point of beginning.

LEGAL DESCRIPTION OF UPLAND PARCEL

Commence at a point shown limited by an 5/8" diameter iron rod and Cap Stamped F.D.O.T., shown as P.T. Sta. 25+50 on the "Official Map of Location and Survey of a portion of Section 8706, designated as part of State Road A-1-A in Dade County, Florida", prepared by the State Road Department of the State of Florida, as recorded in Map Book 56, at Page 71 of the Public Records of Dade County, Florida. Said point being the point of tangency of the original center line of the Douglas MacArthur Causeway running Easterly and South Easterly from the Westerly limits (West Bridge) of Watson Island as shown on Sheet 3 of the State Road Department Right-of-Way Map, Section No. (8706-112) 87060-2117, revised March 25, 1959, said most Northerly curve having a radius of 1432.69 feet and a central angle of 62° 00' 00 seconds"; thence South 59° 51' 26" West departing radially from said centerline a distance of 987.36 feet to a Projected Bulkhead line; thence North 17° 12' 21" West along said bulkhead line, a distance of 238.86 feet to the point and place of beginning; thence North 17° 12' 21" West, continuing along said bulkhead line a distance of 924.70 feet to the Southerly right of way line of State Road A-1-A Douglas MacArthur Causeway; thence along said Southerly right of way line the following courses and distances; South 89° 10' 55" East a distance of 73.08 feet; thence North 86° 44' 00" East, a distance of 67.09 feet to non-tangent curve concave to the Northeast whose radial line bears North 39° 29' 18" East having a radius of 160.00 feet and central angle of 22° 09' 33"; thence along said curve an arc length of 61.88 feet; thence South 72° 40' 15" East continuing along said Southerly right of way line a distance of 276.49 feet; to a curve concave to the Southwest having a radius of 600.00 feet and central angel of 46° 17' 39" thence along said curve an arc length of 484.79 feet to a point of tangency; thence South 26° 22' 36" East continuing along the southwesterly right of way line of State Road A-1-A, a distance of 196.59 feet; thence South 54° 07' 39" West Departing Said right of way line, a distance of 532.16 feet; thence North 35° 54' 03" West, a distance of 132.74 feet; thence South 54° 07' 39" West, a distance of 150.14 feet to the point of beginning.

The combined Upland and Submerged Parcels contain approximately 24.2+/- acres

LEGAL DESCRIPTION OF SUBMERGED PARCEL

Commence at a point marked by an 5/8" diameter iron rod and Cap Stamped F.D.O.T., shown as P.T. Sta. 25+50 on the "Official Map of Location and Survey of a portion of Section 8708, designated as part of State Road A-1-A in Dade County, Florida", prepared by the State Road Department of the State of Florida, as recorded in Map Book 56, at Page 71 of the Public Records of Dade County, Florida. Said point being the point of tangency of the original center line of the Douglas MacArthur Causeway running Easterly and South Easterly from the Westerly limits (West Bridge) of Watson Island as shown on Sheet 3 of the State Road Department Right-of-Way Map, Section No. (8706-112) 87060-2117, revised March 25, 1959, said most Northerly curve having a radius of 1432.69 feet and a central angle of 62° 00' 00" thence South 59° 51' 26" West departing radially from said centerline, a distance of 987.36 feet to a projected bulkhead line; thence North 17° 12' 21" West along said bulkhead line, a distance of 238.86 feet to the point and place of beginning; thence South 49° 32' 57" West departing said bulkhead line a distance of 550.92 feet to a point of intersection of lines of turning basin limit as established by U.S. Army Corps of engineers and position by coordinates North 527,878.62 feet, East 926,135.22 feet (based on North American Datum 1983-NAC83); thence North 31° 03' 50" West, along the limits of said turning basin a distance of 428.44 feet to a point of intersection with the East right of way line of the intracoastal waterway; thence North 03° 27' 54" West along said East right of way line a distance of 874.43 feet to a point of intersection with the Southerly right of way line of said Douglas MacArthur Causeway, said point of intersection being a point on a curve concave Southerly and having a radius of 10,716.59 feet, a radial line to said point bears South 01° 15' 15" East; thence run Easterly for 387.46 feet along the arc of said curve and along said Southerly right of way line, through a central angle of 02° 04' 17" to a point of tangency; thence South 89° 10' 55" East continuing Easterly along the said Southerly right of way line, a distance of 31.87 feet more or less to a point of intersection with an existing bulkhead line; thence South 17° 12' 21" East along said bulkhead line a distance of 924.70 feet to the point of beginning.

The combined Upland and Submerged Parcels contain approximately 24.2+/- acres



City of Miami

Master Report

City Hall
3500 Pan American Drive
Miami, FL 33133
www.miamigov.com

Enactment Number: 13704

File Number: 1220

File Type: Ordinance

Status: ADOPTED WITH
MODIFICATION(S)

Revision: B

Controlling Body: City Commission

File Name: DRI Increment III

Introduced: 10/17/2016

Requesting Dept: Department of Planning and Zoning

Final Action Date: 10/26/2017

Title: AN ORDINANCE OF THE MIAMI CITY COMMISSION, WITH ATTACHMENT(S), APPROVING THE DOWNTOWN MIAMI DEVELOPMENT OF REGIONAL IMPACT ("DDRI"), ENCOMPASSING AN AREA OF THE CITY OF MIAMI ("CITY") UNDER THE JURISDICTION OF THE DOWNTOWN DEVELOPMENT AUTHORITY ("DDA") WITH THE EXCEPTION OF THE AREA ENCOMPASSING THE SOUTHEAST OVERTOWN PARK WEST DEVELOPMENT OF REGIONAL IMPACT ("SEOPW DRI"), AS MORE PARTICULARLY DESCRIBED HEREIN, PURSUANT TO AN APPLICATION FOR DEVELOPMENT APPROVAL PROPOSED BY THE DDA; AUTHORIZING AN INCREMENT III DEVELOPMENT ORDER; APPROVING SAID DDRI AFTER CONSIDERING THE REPORT AND RECOMMENDATIONS OF THE SOUTH FLORIDA REGIONAL PLANNING COUNCIL AND THE CITY'S PLANNING, ZONING AND APPEALS BOARD, SUBJECT TO THE CONDITIONS OF THE INCREMENT III DEVELOPMENT ORDER, ATTACHED HERETO AS "ATTACHMENT A," THE APPLICATION FOR DEVELOPMENT APPROVAL, INCORPORATED HEREIN BY REFERENCE, AND THE REPORT AND RECOMMENDATIONS OF THE SOUTH FLORIDA REGIONAL PLANNING COUNCIL, INCORPORATED HEREIN BY REFERENCE; MAKING FINDINGS OF FACT AND CONCLUSIONS OF LAW; PROVIDING THAT THE INCREMENT III DEVELOPMENT ORDER SHALL BE BINDING ON THE APPLICANT AND SUCCESSORS IN INTEREST; DIRECTING TRANSMITTAL OF CERTIFIED COPIES OF THIS ORDINANCE AND THE AMENDED DDRI INCREMENT III DEVELOPMENT ORDER TO AFFECTED AGENCIES AND THE APPLICANT AS DESIGNATED HEREIN; DIRECTING THE CITY MANAGER TO TAKE ALL ACTIONS NECESSARY TO FULFILL THE CITY'S OBLIGATIONS UNDER THE INCREMENT III DEVELOPMENT ORDER; PROVIDING FOR A TERMINATION DATE; PROVIDING A SEVERABILITY CLAUSE; AND PROVIDING AN EFFECTIVE DATE.

Sponsors: Ken Russell

Notes:

Links:

Attachments: 1220 - Attachment A-SUB (PDF)
1220 - Exhibit A (PDF)
1220 - Exhibit B (PDF)
1220 - Exhibit C (PDF)
1220 - Exhibit D (PDF)
1220 - Exhibit E (PDF)
1220 - PZAB Resolution (PDF)
1220 - Staff Analysis (PDF)
1220-Submittal-Joseph Goldstein-Presentation on Downtown Miami DRI (PDF)

History of Legislative File:

Revision:	Acting Body:	Date:	Action:	Result:
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City of Miami

Master Report

City Hall
3500 Pan American Drive
Miami, FL 33133
www.miamigov.com

Enactment Number: 13704

	Olga Zamora	10/17/2016	Department Head Review	Completed
	City Commission	11/17/2016	Meeting	Completed
	City Commission	11/17/2016	PASSED ON FIRST READING	Passed
A	Barnaby L. Min	11/29/2016	Approved Form and Correctness	Completed
A	City Commission	12/8/2016	Meeting	Completed
A	City Commission	12/8/2016	DEFERRED	Passed
A	City Commission	1/12/2017	Meeting	Completed
A	City Commission	1/12/2017	DEFERRED	Passed
A	City Commission	2/23/2017	Meeting	Completed
A	City Commission	2/23/2017	DEFERRED	Passed
A	City Commission	4/27/2017	Meeting	Completed
A	City Commission	4/27/2017	CONTINUED	Passed
A	City Commission	5/25/2017	Meeting	Completed
A	City Commission	5/25/2017	CONTINUED	Passed
A	City Commission	6/22/2017	Meeting	Completed
A	City Commission	6/22/2017	DEFERRED	Passed
A	City Commission	9/28/2017	Meeting	Completed
A	City Commission	9/28/2017	CONTINUED	Passed
A	City Commission	10/26/2017	Meeting	Completed
A	City Commission	10/26/2017	ADOPTED	Passed
A	City Commission	10/26/2017	RECONSIDERED	Passed
A	City Commission	10/26/2017	ADOPTED WITH MODIFICATION(S)	Passed
B	Mayor's Office	11/3/2017	Signed by the Mayor	Completed
B	City Clerk's Office	11/3/2017	Signed and Attested by the City Clerk	Completed
B	Victoria Méndez	11/16/2017	Approved Form and Correctness with Modification(s)	Completed
B	City Clerk's Office	11/17/2017	Rendered	Completed